

2011 JUN 30 PM 2:40

CLERK OF COURT

## JURY DEMAND

1. Plaintiff American Beacon is a Delaware corporation with its principal place of business at 4151 Amon Carter Boulevard, Fort Worth, Texas 76155-2601. American Beacon operated under the trade name AMR Investments from its incorporation in 1986 until early 2005. With current assets under management of approximately \$49.3 billion, American Beacon is an

experienced provider of investment advisory services to institutional and retail markets as well as state and local government entities. Since 1986, American Beacon has offered a variety of products and investment advisory services, including mutual funds, corporate cash and separate account management, including without limitation, short-term fixed income client services. Prior to 1986, its investment officers successfully managed the operating funds of the Treasury Department of AMR Corporation ("AMR"). Their investment success led to the formal creation of American Beacon as a subsidiary of AMR to provide business management, advisory, administrative, and asset management consulting services to the American Beacon Funds (as more particularly described below) and other institutional investors. American Beacon also has been an investment advisor registered with the U.S. Securities and Exchange Commission (SEC) since as early as 1986 and its registered representatives are licensed through Foreside Fund Services, LLC ("Foreside"), a broker-dealer registered with the Financial Industry Regulatory Authority (FINRA).

2. Upon information and belief, Defendant Robert P. Mather is an individual residing, or with an address, at 721 Waverly Road, Ridgewood, New Jersey 07450. Upon information and belief, Mather is the founding principal and Chairman of the Board of Defendants ABP, ABWM-Wisconsin, Allied, and ABWM-Virginia. Upon information and belief, Mather personally participated in and directed the infringing activities at issue in this case. Upon information and belief, Defendant Mather is an industry arbitrator in dispute resolution under FINRA jurisdiction.

3. Upon information and belief, Defendant ABP is a Wisconsin corporation located at 3603 North Hastings Way, Suite 100, Eau Claire, Wisconsin 54703, and is in the business of offering financial services to the public through its authorized agents and brokers within the United States, including the State of Texas and this district. Upon information and belief, according to the Wisconsin Department of Financial Institutions, ABP changed its corporate name and trade

name from "Pavek Investments, Inc." to "American Beacon Partners, Inc." on or about December 12, 2009. Upon information and belief, Defendant ABP is a member of Securities Investor Protection Corporation (SIPC), Municipal Securities Rulemaking Board (MSRB) and FINRA. Upon information and belief, Defendant ABP is the administrative contact for the registrant of record for the domain name URL "americanbeacon.net" (the "Domain Name at Issue") created on or about December 9, 2009.

4. Upon information and belief, Defendant ABWM-Wisconsin is a Wisconsin corporation located at 1238 12th Avenue, Grafton, Wisconsin 53024 that is in the business of offering financial services to the public within the United States, and is a parent company of, and a financial advisor to, ABP. Upon information and belief, according to the Wisconsin Department of Financial Institutions, ABWM-Wisconsin was incorporated on or about January 22, 2010.

5. Upon information and belief, Defendant Advanced Mail, Inc. is a Wisconsin corporation located at 2908 Melby Street, Eau Claire, Wisconsin 54703. Upon information and belief, Defendant AMI is the registrant of record for the Domain Name at Issue created on or about December 9, 2009.

6. Upon information and belief, Defendant Allied is a Florida corporation located at 7501 Boulders View Drive, Suite 601, Richmond, Virginia 23225 that is in the business of offering brokerage services to the public through its authorized agents and brokers within the United States, including the State of Texas. Upon information and belief, according to records maintained by the Division of Corporations of the State of Florida, Allied changed its corporate name and trade name from "Waterford Investment Services, Inc." to "Allied Beacon Partners, Inc." on or about January 13, 2011. *See Exhibit A attached hereto.* Upon information and belief, Defendant Allied is a member of Securities Investor Protection Corporation (SIPC), Municipal Securities Rulemaking Board (MSRB) and FINRA.

7. Upon information and belief, Defendant ABWM-Virginia is a Virginia corporation located at 7501 Boulders View Drive, Suite 601, Richmond, Virginia 23225 that is in the business of offering financial services to the public within the United States, and is a parent company of, and the financial advisor to, Allied.

### **JURISDICTION AND VENUE**

8. This is an action for trademark infringement, dilution and unfair competition under the Trademark Act of 1946, as amended, 15 U.S.C. § 1051 *et seq.* ("Lanham Act"); for trademark dilution under the anti-dilution statutes of Texas and other states where Defendants conduct business and have committed the acts complained of herein; for deceptive trade practices arising under the Texas Deceptive Trade Practices Act, Tex. Bus. & Comm. Code § 17.41 *et seq.*; for registering, trafficking in, or using a domain name confusingly similar to, or dilutive of, a trademark arising under the Anticybersquatting Consumer Protection Act, 15 U.S.C. § 1125(d); for trademark infringement and unfair competition under the common law of Texas and other states where Defendants conduct business and have committed the acts complained of herein; and for unjust enrichment.

9. This Court has subject matter jurisdiction over the subject matter of this action under 15 U.S.C. § 1121 and 28 U.S.C. §§ 1331 and 1338(a) and 1338(b), and has supplemental jurisdiction under 28 U.S.C. 1367(a) over American Beacon's claims under Texas state law. This Court also has subject matter jurisdiction over all of the claims in this action pursuant to 28 U.S.C. § 1332, as there exists complete diversity of citizenship between the parties and the amount in controversy exceeds \$75,000 exclusive of interest and costs. This Court also has personal jurisdiction over the parties, all of whom have had substantial and continuous business activities and contacts with the State of Texas.

10. Venue is proper in this district pursuant to 28 U.S.C. § 1391 because a substantial part of the events giving rise to the claims stated herein occurred in this judicial district and the Defendants are doing business in this judicial district.

**FACTS**

**AMERICAN BEACON'S USE AND REGISTRATION OF THE  
AMERICAN BEACON MARKS**

11. Since at least 2005, and long before any use by Defendants of the names, marks and domain name at issue in this litigation, American Beacon, its predecessors and their affiliated and related entities, investment advisors, registered representatives, agents (including, without limitation, Foreside) and licensees have used trade names and marks that comprise or contain the words AMBEACON, AMERICAN BEACON, AMERICAN BEACON FUNDS and AMERICAN BEACON PARTNERS (collectively, the "AMERICAN BEACON Marks"), as the primary identifying brand of American Beacon and in connection with financial services, including without limitation, total portfolio offerings of separate account management, alternative asset investments, enhanced cash portfolios, off-shore funds, mutual funds for equity and fixed income investments, enhanced cash portfolios, and pension plan consultation (the "Financial Services") and a wide variety of related goods and services associated with American Beacon, including without limitation, the following mutual funds in various classes (Institutional, Investor, Advisor, AMR, Retirement, Y, A, and C) (collectively, the "American Beacon Funds") with billions in assets under management:

- American Beacon Balanced Fund
- American Beacon Large Cap Value Fund
- American Beacon Large Cap Growth Fund
- American Beacon High Yield Bond Fund
- American Beacon SiM High Yield Opportunities Fund
- American Beacon Retirement Income and Appreciation Fund
- American Beacon Mid-Cap Value Fund
- American Beacon Intermediate Bond Fund

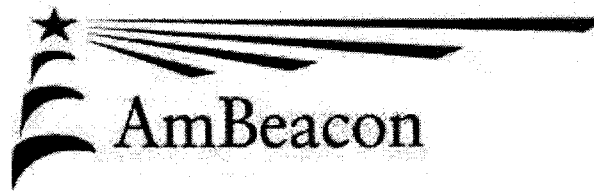
- American Beacon Small Cap Value Fund
- American Beacon Short Term Bond Fund
- American Beacon International Equity Fund
- American Beacon Emerging Markets Fund
- American Beacon Treasury Inflation Protected Securities Fund
- American Beacon Zebra Large Cap Equity Fund
- American Beacon Zebra Small Cap Equity Fund
- American Beacon Evercore Small Cap Equity Fund
- American Beacon S&P 500 Index Fund
- American Beacon Small Cap Index Fund
- American Beacon International Equity Index Fund
- American Beacon Money Market Select Fund
- American Beacon U.S. Government Money Market Select Fund
- American Beacon Money Market Mileage Fund

The American Beacon Funds currently include several investment options such as equity funds, bond funds and money market funds. The American Beacon Funds have had a consistent and strong record of success over the years through investments from direct investors and financial intermediaries. Such success is reflected in the asset levels of three of its larger American Beacon Funds: (1) American Beacon Large Cap Value Fund with assets of approximately \$9.3 billion, (2) American Beacon Small Cap Value Fund with assets of approximately \$3.6 billion, and (3) American Beacon International Equity Fund with assets of approximately \$1.5 billion.

Furthermore, the American Beacon Funds have won industry awards for their long-term track record in the marketplace, including the following: (1) the 2010 Lipper Fund Award for Best Fund in the Small Cap Value Funds category for the 10-year period out of 69 funds based upon risk-adjusted returns, awarded for the American Beacon Small Cap Value Fund, AMR Class; (2) the 2010 Lipper Fund Award for Best Fund in the Large Cap Value Funds category for the 10-year period out of 185 funds based upon risk-adjusted returns, awarded for the American Beacon Large Cap Value Fund, AMR Class; (3) the 2009 Lipper Fund Award for most consistent return for the International Large Cap Value Fund category for the three and five year periods based on risk-adjusted returns ended December 31, 2008, awarded for the American Beacon International Equity

Fund – AMR Class; and (4) the 2008 Lipper Performance Achievement Award for #1 ranking among 121 funds for the 5-year period ended December 31, 2008, based on total returns, awarded for the American Beacon U.S. Government Money Market Select Fund.

12. Since 2005 and long before any use by Defendants of the marks at issue in this litigation, American Beacon, its predecessors and their affiliated and related entities, investment advisors, registered representatives, agents (including, without limitation, Foreside) and licensees have used the distinctive lighthouse logo designs as shown below,



(the "Lighthouse Logos"), alone or together with the AMERICAN BEACON Marks, as the primary identifying brand of American Beacon and in connection with the Financial Services and a wide variety of related goods and services associated with American Beacon, including without

limitation, the American Beacon Funds. The Lighthouse Logos are used as, and have become the graphic equivalent of, the AMERICAN BEACON Marks.

13. Since 2005 and long before any use by Defendants of the names, marks or domain names at issue in this litigation, American Beacon, its predecessors and their affiliated and related entities, investment advisors, registered representatives, agents (including without limitation Foreside), and licensees have used domain names that comprise or contain the AMERICAN BEACON Marks, including without limitation URL [americanbeaconfunds.com](http://americanbeaconfunds.com) and URL [americanbeaconadvisors.com](http://americanbeaconadvisors.com) among others (collectively, the "AMERICAN BEACON Domain Names") in connection with the Financial Services and a wide variety of related goods and services associated with American Beacon, including without limitation, the American Beacon Funds. The AMERICAN BEACON Domain Names were registered on or about September of 2004 and, since that date, have resolved to American Beacon's official websites on which American Beacon advertises its financial products and services, including without limitation, the American Beacon Funds.

14. American Beacon has authorized Foreside and its registered representatives to sell, offer for sale, solicit, promote and advertise certain of the American Beacon Funds and otherwise use the Lighthouse Logos and the AMERICAN BEACON Marks in conjunction with the products and services offered by American Beacon. American Beacon has an exemplary regulatory reputation and has also developed long-term relationships with investment industry leaders such as Fidelity Investments, Charles Schwab & Co., and Merrill Lynch, among other financial industry agents and companies. American Beacon, directly and indirectly through the efforts of Foreside and its financial representatives, has become well known using the Lighthouse Logo and the AMERICAN BEACON Marks for its financial product and services, including without limitation, the American Beacon Funds, within the financial industry and organizations,



including without limitation, the Securities and Exchange Commission (SEC). All of the foregoing organizations and industry are collectively referred to as the "Financial Markets."

15. American Beacon and its licensees have extensively promoted and advertised goods and services bearing the Lighthouse Logos and the AMERICAN BEACON Marks, including, without limitation, through the Financial Markets and the AMERICAN BEACON Domain Names and have sold such goods and offered such services in commerce throughout the United States including, this district.

16. As a result of the extensive use of the Lighthouse Logos and the AMERICAN BEACON Marks, not only in connection with the American Beacon Funds, but also in connection with a wide variety of financial services offered and/or rendered in the United States as well as widespread use in connection with a broad array of activities in the Financial Markets, such marks have for many years, and long prior to any use made by Defendants, functioned as unique identifiers and synonyms in the public mind for American Beacon and its products and services, including without limitation, the American Beacon Funds. As a result, the Lighthouse Logos and the AMERICAN BEACON Marks are famous and possess significant goodwill of great value to American Beacon, particularly within the Financial Markets.

17. As a result of American Beacon's long use and promotion, American Beacon has acquired valuable common-law rights in the AMERICAN BEACON Marks and the Lighthouse Logos.

18. In addition to its extensive common-law rights, American Beacon owns numerous Federal trademark registrations for the Lighthouse Logos and the AMERICAN BEACON Marks, including without limitation U.S. Registration Nos. 3716160, 3705913, 3719137, 3353355 and 3353356, for use in commerce in conjunction with various financial services, including without limitation, total portfolio offerings of separate account management, alternative asset investment,

enhanced cash portfolios, off-shore funds, mutual funds for equity and fixed income investments, enhanced cash portfolios and pension plan consultation (collectively, the "Federal Registrations"). True and correct copies of these registrations are attached as Exhibit A. Each of the foregoing Federal Registrations serve as constructive notice of American Beacon's ownership of the Lighthouse Logo and the AMERICAN BEACON Marks and its exclusive right to use each of the marks throughout the United States and constitutes *prima facie* proof of the validity of each service mark and each registration.

### **DEFENDANTS' UNLAWFUL ACTIVITIES**

19. Upon information and belief, since at least as early as December of 2009, Defendants Mather and AMP have engaged in the operation of multi-state brokerage offices and businesses operating under the trade names "American Beacon Partners" and "American Beacon Wealth Management," and have participated in the membership of certain organizations within the Financial Markets. As part of and in connection with those businesses, Defendants have essentially taken on American Beacon's corporate identity by reproducing and using a lighthouse design logo confusingly similar to American Beacon's Lighthouse Logos, and using such substantially similar logo together with the name and mark "American Beacon" or "Allied Beacon" as the primary identifier for Defendants' financial services. Defendants prominently display these infringing names, marks and designs in their business and promotional materials, including without limitation, their official websites resolving to the domain names URL [americanbeacon.net](http://americanbeacon.net) (the "Domain Name At Issue") and URL [alliedbeacon.net](http://alliedbeacon.net). True and correct copies of printouts from Defendants' website and Defendants' broker solicitation letters showing Defendants' unauthorized, infringing uses are attached hereto as Exhibit B. The financial services offered by Defendants under the trade names and marks "American Beacon," "American Beacon Partners," "American Beacon Wealth Management," "Allied Beacon," and "Allied Beacon Wealth Management" are substantially similar

to the financial services offered by American Beacon under the Lighthouse Logo and the AMERICAN BEACON Marks, and are offered in the same markets within interstate commerce, including without limitation, the Financial Markets.

**EFFECT OF DEFENDANTS' ACTIVITIES ON AMERICAN BEACON  
AND THE CONSUMING PUBLIC**

20. Defendants' intentional use of names, marks, logos, designs, and a domain name that are virtually identical or confusingly similar to American Beacon's Lighthouse Logos and/or the AMERICAN BEACON Marks, alone or together with names, marks, logos, designs, domain names that identify or are associated with or emanate from American Beacon, is likely to cause confusion, mistake or deception as to the source or origin of Defendants' goods or services, and is likely to cause consumers to draw the false impression that Defendants' goods or services are associated with, authorized, endorsed or sponsored by, or that Defendants are a sponsor of, American Beacon.

21. Defendants have performed the aforementioned acts without American Beacon's permission or authority and without any legitimate license to manufacture, distribute, offer for sale or sell goods or services in connection with the Lighthouse Logos and/or the AMERICAN BEACON Marks.

22. Defendants have performed the aforementioned infringing acts in willful and deliberate violation of American Beacon's trade name and trademark rights, in an intentional effort to cause confusion among purchasers and potential purchasers as to the source or origin of Defendants' goods or services, and in order to trade upon the significant, valuable goodwill created by and associated with American Beacon. Moreover, upon information and belief, Defendants' use of the infringing designations has, in fact, caused actual confusion in the marketplace, including at least one instance of actual confusion involving a potential customer in Dallas, Texas.

23. Defendants are advertising, soliciting business for and rendering financial services and advertising for financial services under of its designations of a lighthouse design logo, "American Beacon Partners," "American Beacon Wealth Management," "Allied Beacon," "Allied Beacon Wealth Management," and the Domain Name At Issue in the same channels of trade that American Beacon uses in marketing its financial products and services under the Lighthouse Logo, the AMERICAN BEACON Marks and the American Beacon Domain Name, and particularly, the Financial Markets, and Defendants are offering their financial services to the same class of consumers to whom American Beacon offers its financial services.

24. Defendants' unauthorized performance of the aforementioned acts is likely to cause and is causing dilution of the Lighthouse Logos and/or the AMERICAN BEACON Marks.

25. Defendants' unauthorized performance of the aforementioned acts unjustly enriches Defendants at American Beacon's expense.

26. At least as early as June 28, 2010, and continuously through April 2011, American Beacon has repeatedly contacted Defendants Mather, ABP and ABWM-Wisconsin in an effort to cause them to voluntarily cease any infringing conduct and thereby avoid the need for potentially expensive and burdensome litigation. In response, Mather assured American Beacon in writing that Defendants would cease using the Lighthouse Logo, the Domain name at issue and any names or mark confusingly similar to the AMERICAN BEACON Marks in conjunction with the businesses operated by Defendants Mather, ABP and ABWM-Wisconsin, pending FINRA approval. As recently as January of 2011, Mather indicated that the new names for ABP and ABWM-Wisconsin for which Mather sought FINRA approval were "Allied Beacon Partners, Inc." and "Allied Beacon Wealth Management, Inc." Notwithstanding such representation, it recently has come to American Beacon's attention that Defendants, in bad faith, continued and indeed expanded their infringing uses of the Lighthouse Logos and/or the AMERICAN

BEACON Marks and the Domain name at Issue, in connection with their businesses, in blatant and willful disregard of American Beacon's rights. Defendants' continued infringing activities are causing ongoing and escalating likelihood of, and actual confusion in the marketplace, including the instance of actual confusion that has recently come to American Beacon's attention, and dilution of American Beacon's valuable trademark rights.

27. Upon information and belief, by virtue of their unlawful conduct, Defendants have made substantial profits and gains to which they are not in law or equity entitled.

28. As a result of the foregoing, American Beacon has been damaged and has suffered, and continues to suffer, immediate and irreparable injury for which it has no adequate remedy at law.

**COUNT I : FEDERAL TRADEMARK INFRINGEMENT**

29. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

30. Defendants' acts complained of herein constitute infringement of registered trademarks in violation of Section 32(1) of the Lanham Act, 15 U.S.C. § 1114(1).

31. These acts of infringement taken by Defendants have caused American Beacon lost sales and other damages while causing Defendants to acquire substantial profits at the expense of American Beacon.

32. Defendants' acts complained of herein have been malicious, fraudulent, deliberate, willful, intentional, or in bad faith, with full knowledge and conscious disregard of American Beacon's rights and with intent to cause confusion and to trade on the goodwill and reputation of American Beacon. Further, Defendants have failed, despite several demands, to cease and desist from further acts of infringement. In view of the willfulness of Defendants' activities, this is an exceptional case deserving of an award of attorneys fees under 15 U.S.C. § 1117(a).

**COUNT II: FEDERAL UNFAIR COMPETITION AND  
FALSE DESIGNATION OF ORIGIN**

33. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

34. Defendants' acts complained of herein constitute unfair competition in violation of section 43(a) of the Lanham Act, 15 U.S.C. § 1125(a).

**COUNT III: FEDERAL DILUTION**

35. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

36. Defendants' acts complained of herein constitute trademark dilution in violation of 15 U.S.C. § 1125(c).

**COUNT IV: DILUTION UNDER STATE LAW**

37. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

38. Defendants' acts complained of herein constitute trademark dilution in violation of the anti-dilution statutes of Texas, Tex. Bus. & Com. Code § 16.29; and the other states in which Defendants have committed the acts complained of herein.

**COUNT V: DECEPTIVE TRADE PRACTICES**

39. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

40. Defendants' acts complained of herein constitute false, misleading or deceptive acts or practices in the conduct of any trade or in commerce in violation of Tex. Bus. & Comm. Code § 17.41 *et seq.*

**COUNT VI: DOMAIN NAME CYBERSQUATTING**

41. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

42. Defendants' acts complained of herein constitute trademark infringement in violation of the Anticybersquatting Consumer Protection Act, 15 U.S.C. § 1125(d).

**COUNT VII: COMMON LAW TRADEMARK INFRINGEMENT**

43. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

44. Defendants' acts complained of herein constitute trademark infringement in violation of the common law of Texas and the other states in which Defendants have committed the acts complained of herein.

**COUNT VIII: COMMON LAW UNFAIR COMPETITION**

45. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

46. Defendants' acts complained of herein constitute unfair competition under the common law of the State of Texas.

**COUNT IX: UNJUST ENRICHMENT**

47. American Beacon repeats and realleges the above allegations with the same force and effect as if set forth fully herein.

48. Defendants' acts complained of herein constitute unjust enrichment of Defendants at American Beacon's expense.

**DEMAND FOR RELIEF**

WHEREFORE, American Beacon demands that:

- (a) Defendants and their agents, servants, representatives, employees, successors and assigns, and all those persons or entities in active concert or participation with any of them who receive actual notice of the injunctive order, immediately and permanently be enjoined and restrained from using the Lighthouse Logos, the AMERICAN BEACON Marks and any colorable imitations of the same, including without limitation, the names and marks "American Beacon," "American Beacon Partners," and "American Beacon Wealth Management," the lighthouse design logos, as shown on Exhibit A, and the Domain name at Issue, alone or together with financial products, images and/or indicia, on or in connection with any goods or services, or committing any other acts which falsely represent or which have the effect of falsely representing that the goods or services of Defendants are associated with, authorized, endorsed or sponsored by, or that Defendants are a sponsor of, American Beacon or the American Beacon Funds, or otherwise engaging in any course of conduct likely to enable Defendants to benefit from the valuable goodwill and hard-earned reputation established by American Beacon;
- (b) Within ten (10) days of the order of this Court, the Lighthouse Logo, the AMERICAN BEACON Marks, or any colorable imitations of the same (including without limitation the names and marks "American Beacon," "American Beacon Partners," "American Beacon Wealth Management," and the lighthouse design logo, as shown on Exhibit A, be completely and permanently removed from (i) Defendants' business and promotional materials and all other items bearing such marks; and (ii) Defendants' website or other online or offline listings, including without limitation, the website located at the Domain name at Issue;
- (c) Within ten (10) days of the order of this Court, all merchandise, signs, advertising, marketing and promotional materials, packing materials, business cards, sales aids, contracts,



brochures, wrappings, catalogs, decals, stationery, work orders, employee uniforms or other goods or printed matter bearing the Lighthouse Logo, the AMERICAN BEACON Marks, or any colorable imitations of the same, including without limitation the names and marks "American Beacon," "American Beacon Partners," "American Beacon Wealth Management," and the lighthouse design logo, as shown on Exhibit A, and all machinery, plates, molds, matrices or other material for producing, printing, or distributing such items in Defendants' possession, custody or control, be delivered up for destruction or other disposition at American Beacon's sole discretion;

(d) Defendants be directed to file with the Court and serve upon American Beacon, within 30 days after entry of final judgment, a report in writing and under oath setting forth in detail the manner and form in which Defendants have complied with the provisions set forth in paragraphs (a), (b) and (c) above;

(e) American Beacon recover all damages it has sustained as a result of Defendants' activities and that said damages be trebled;

(e) American Beacon be granted an equitable accounting of Defendants' profits and awarded judgment in an amount reflecting Plaintiff's damages or Defendants' profits, whichever is greater, arising from Defendants' trademark infringement, false designation of origin and unfair competition, such damages to be increased as the Court finds to be just under the circumstances of this case;

(f) Defendants AMI and ABP be directed to transfer full right, title and interest in and to the Domain name at Issue to American Beacon, or in the alternative that the Court order the registrar of the such domain name to transfer and deliver full right, title and interest in and to the Domain name at Issue to American Beacon;

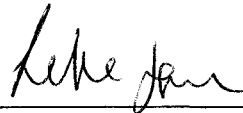
(g) American Beacon recover its reasonable attorney fees;

- (h) American Beacon recover its costs of this action and prejudgment and post-judgment interest; and
- (n) American Beacon be granted such other and further relief as the Court deems just and proper.

**DEMAND FOR JURY TRIAL**

Pursuant to Fed. R. Civ. P. 38, American Beacon demands a jury trial on all issues in this case triable of right by a jury.

Respectfully submitted,



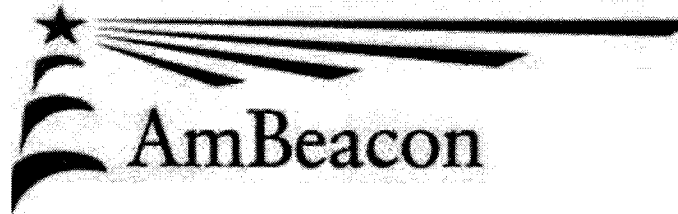
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Dated: June, 30 2011

# EXHIBIT A

# United States of America

United States Patent and Trademark Office



**Reg. No. 3,716,160** AMERICAN BEACON ADVISORS, INC. (DELAWARE CORPORATION)

Registered Nov. 24, 2009 4151 AMON CARTER BLVD.

MD 2450

FORT WORTH, TX 76155

**Int. Cl.: 36**

**SERVICE MARK  
PRINCIPAL REGISTER**

FOR: FINANCIAL SERVICES, NAMELY, TOTAL PORTFOLIO OFFERINGS OF SEPARATE ACCOUNT MANAGEMENT, ALTERNATIVE ASSET INVESTMENTS, ENHANCED CASH PORTFOLIOS, OFF-SHORE FUNDS, MUTUAL FUNDS FOR EQUITY AND FIXED INCOME INVESTMENTS, ENHANCED CASH PORTFOLIOS, AND PENSION PLAN CONSULTATION, IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

FIRST USE 3-1-2005; IN COMMERCE 3-1-2005.

OWNER OF U.S. REG. NOS. 3,353,355 AND 3,353,356.

THE MARK CONSISTS OF THE LITERAL ELEMENT "AMBEACON" WITH A LIGHTHOUSE AND BEAMS OF LIGHT DESIGN.

SN 77-445,151, FILED 4-10-2008.

MARK PILARO, EXAMINING ATTORNEY



*David J. Kypas*

Director of the United States Patent and Trademark Office

# United States of America

United States Patent and Trademark Office



**Reg. No. 3,705,913** AMERICAN BEACON ADVISORS, INC. (DELAWARE CORPORATION)  
Registered Nov. 3, 2009 4151 AMON CARTER BLVD,  
FORT WORTH, TX 76155

**Int. Cl.: 36** FOR: FINANCIAL SERVICES, NAMELY, TOTAL PORTFOLIO OFFERINGS OF SEPARATE  
ACCOUNT MANAGEMENT, ALTERNATIVE ASSET INVESTMENTS, ENHANCED CASH  
PORTFOLIOS, OFF-SHORE FUNDS, MUTUAL FUNDS FOR EQUITY AND FIXED INCOME  
**SERVICE MARK** INVESTMENTS, ENHANCED CASH PORTFOLIOS, AND PENSION PLAN CONSULTATION,  
**PRINCIPAL REGISTER** IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

FIRST USE 3-1-2005; IN COMMERCE 3-1-2005.

THE MARK CONSISTS OF THREE WEDGED SHAPED STRIPES, DECREASING IN SIZE  
TOWARDS THE TOP, WITH A STAR AT THE TOP AND FOUR STYLIZED STRIPES OF  
DIFFERENT LENGTH EMANATING FROM THE STAR TO THE RIGHT THEREOF.

SN 77-304,402, FILED 10-15-2007.

ZACHARY BELLO, EXAMINING ATTORNEY



*David J. Kappas*

Director of the United States Patent and Trademark Office

# United States of America

United States Patent and Trademark Office

## AMBEACON

**Reg. No. 3,719,137** AMERICAN BEACON, INC. (DELAWARE CORPORATION)  
Registered Dec. 1, 2009 4151 AMON CARTER BLVD.  
FORT WORTH, TX 76155

**Int. Cl.: 36** FOR: FINANCIAL SERVICES, NAMELY, TOTAL PORTFOLIO OFFERINGS OF SEPARATE  
ACCOUNT MANAGEMENT, ALTERNATIVE ASSET INVESTMENTS, ENHANCED CASH  
PORTFOLIOS, OFF-SHORE FUNDS, MUTUAL FUNDS FOR EQUITY AND FIXED INCOME  
**SERVICE MARK** INVESTMENTS, ENHANCED CASH PORTFOLIOS, AND PENSION PLAN CONSULTATION,  
**PRINCIPAL REGISTER** IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

FIRST USE 3-1-2005; IN COMMERCE 3-1-2005.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

SN 77-304,308, FILED 10-15-2007.

KIMBERLY PERRY, EXAMINING ATTORNEY



*David J. Kappas*

Director of the United States Patent and Trademark Office

Int. Cl.: 36

Prior U.S. Cls.: 100, 101, and 102

**United States Patent and Trademark Office**

**Reg. No. 3,353,355**

Registered Dec. 11, 2007

**SERVICE MARK  
PRINCIPAL REGISTER**

**AMERICAN BEACON**

AMERICAN AIRLINES, INC. (DELAWARE CORPORATION)  
4333 AMON CARTER BLVD  
FORT WORTH, TX 76155

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

FOR: FINANCIAL SERVICES, NAMELY, TOTAL PORTFOLIO OFFERINGS OF SEPARATE ACCOUNT MANAGEMENT, ALTERNATIVE ASSET INVESTMENTS, ENHANCED CASH PORTFOLIOS, OFF-SHORE FUNDS, MUTUAL FUNDS FOR EQUITY AND FIXED INCOME INVESTMENTS, ENHANCED CASH PORTFOLIOS, AND PENSION PLAN CONSULTATION, IN CLASS 36 (U.S. CLS. 100, 101 AND 102).

OWNER OF U.S. REG. NO. 2,728,688.

SEC. 2(F) AS TO "AMERICAN".

SN 78-565,814, FILED 2-11-2005.

FIRST USE 2-25-2005; IN COMMERCE 2-25-2005.

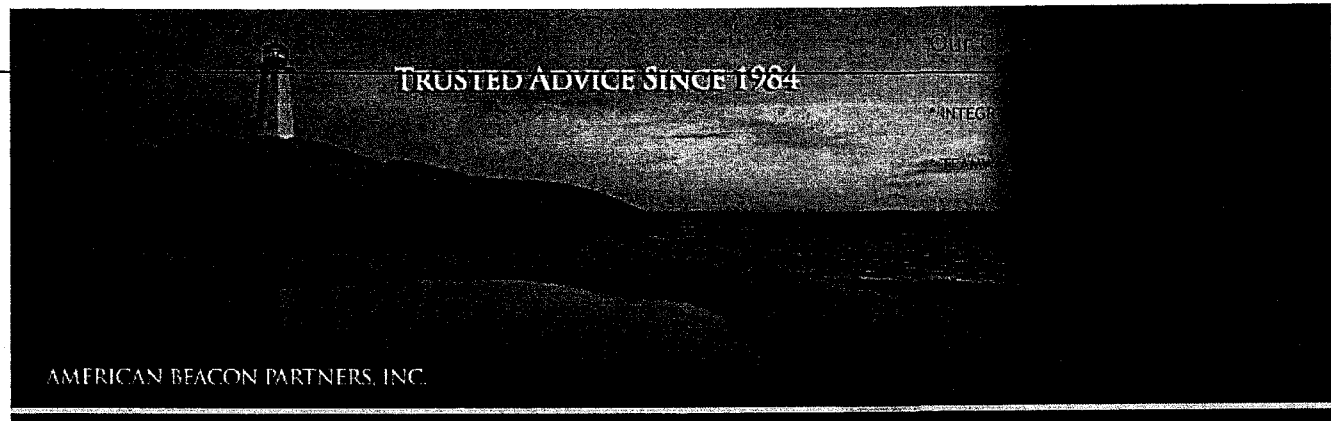
ALEXANDER L. POWERS, EXAMINING ATTORNEY

# EXHIBIT B



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[Our Core Values:](#) [Financial Services](#) [Valued History](#) [Diversified Products](#)

## Welcome to American Beacon Partners.

We are a full-service broker dealer headquartered in Eau Claire, WI offering a variety of products and services to support our Independent Investment Advisors. Our firm's goal is to differentiate ourselves from other companies by offering superior service, support and technologies to assist our Advisors in managing their customer's financial needs. To accomplish this, we offer a full menu of unique investments products and services that can be used to specifically target the goals of each and every client.

American Beacon Partners mission is to focus on servicing the needs of our Financial Advisors by providing a wide range of financial products, wealth management solutions, and exceptional back office service. Our goal is to create and maintain long-term Financial Advisor-client relationships

"Independence is the driving force that binds our firm with our registered representatives. It provides a platform that allows independent minds from various financial disciplines to work together to provide innovative financial solutions for all of our clients.

- James Hintz, CEO/President

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With visionary guidance from our management team, American Beacon Partners has been built by adhering to the principles of our core values:

### [Contact Us](#)

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fax: 715-552-3841

### AMERICAN BEACON PARTNERS, INC.

3603 N. Hastings Way Suite 100  
Eau Claire, WI 54703

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## History

American Beacon Partners, Inc. has a long and valued history as a firm that offers high quality investment products to support each client's needs. Established in 1984 originally as privately owned business in Milwaukee, Wisconsin, American Beacon Partners merged with public Company in 2010 to operate from a platform that promotes transparency.

In our early years, primarily as a Managing Broker Dealer, we raised capital for many offerings to provide high quality private placement securities to accredited investors. Over the course of our growth, we have expanded to become a full-service organization offering investment banking, advisory, and brokerage services. American Beacon Partners is a boutique firm with experienced professionals who provide personalized strategies that are targeted to the individual needs of each and every client. American Beacon Partners' strength is in creating synergies among our partner companies and other financial organizations. Because of this, American Beacon Partners and its Advisors are well-positioned to capitalize as the world seeks solutions for the growing energy and environmental challenges we all face.

Our organizational structure is literally built around a PARTNERSHIP with our Advisors. We subscribe to the concept of independent minds working together. Unique to our industry, we want to share our corporate success with our Advisors through a Profit Sharing program. We believe that having an Ownership stake in the business supports a much stronger commitment than that of a "Leasing" relationship. Through our collective experiences and different perspectives, we believe we can grow the organization the right way - for our Advisors and Customers. Our management staff has over 70 years of history in the financial services space and we always welcome the opportunity to exchange ideas with our Advisors.

Our commitment to you is to provide and support a platform of superior service, technology and Product diversity - from traditional investment products like mutual funds and stocks to turn-key Advisory platforms and a wide array of alternative investments.

We are a boutique broker-dealer firm. We plan on growing the firm to 250 - 350 high producing reps over the next 18 - 24 months. Our mandate is to stay "small and nimble" enough so that we can position the firm ahead of the curve as the industry continues to change. We are not interested in having a large national footprint, but rather to target specific geographic pockets and work with our Advisors to build a sustainable presence. We believe our vast platform is an attractive alternative to independent practitioners.



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- James Hintz, CEO/President

## Our Mission:

American Beacon Partners mission is to focus on servicing the needs of our Financial Advisors by providing a wide range of financial products, wealth management solutions, and exceptional back office service. Our goal is to create and maintain long-term Financial Advisor-client relationships.



Services we offer

## Core Values

American Beacon Partners has long been known for its sound business principles and tradition of helping investors build, manage and preserve financial assets. A trusted partner since 1984, American Beacon Partners extensive capabilities provide our Advisors and their clients with access to the most comprehensive array of

high quality products and services in the investment industry today. Because our representatives are independent, there are no preferred products to sell, leaving them free to seek products and services that truly serve the interests of their Customers.

In Eau Claire, we are always looking to improve our platform and consistently review our partnerships to ensure that our Advisors have access to the most comprehensive tools in the industry. Our Home Office personnel are committed to supporting our Advisors and to help them achieve their own goals. Our approach is simple - We want you to succeed in helping your Customers. We all work together!!

In accordance with the multitude of choices and investment decisions facing investors in today's ever changing financial marketplace, American Beacon Partners Financial Advisors are supported by a wealth of resources to help clients achieve their goals. Our Financial Advisors have ready access to top-ranked money managers, as well as global equity research on a comprehensive universe of domestic and international securities.

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We will always remain true to our corporate values: INTEGRITY, TEAMWORK, and CARING

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## Management Team

### James Hintz, President and CEO

Mr. Hintz joined the company in September 2007, and is responsible for overseeing the company's overall strategic vision for the company's sales, marketing, recruiting, operations, and training.

Mr. Hintz has a proven executive management track record with over 28 years of experience driving sales growth in the financial services industry. His leadership and business expertise directed the merger between American Beacon Partners, Inc. and Beacon Acquisition Partners, Inc., its Parent Company. Prior to joining American Beacon Partners, James held various Executive level positions in the financial industry including President and founding member of Precision Retirement Group, Inc. a national governmental employee benefit consulting firm. Jim also was President of North Central Financial Services, Inc. a financial planning and advisory firm founded in 1982. James holds his Series 7, 24, 27, 63, 65 and 79 licenses and is also a licensed Insurance Producer for variable products.

### Robert Mather, Chairman of the Board

Rob has served as Chairman and CEO of Waverly Strategic Advisors, a private financial and management consulting firm since 2003. Prior to that position, Mather served as President and CEO of Apsley Management Group from 2000 to 2003, where he was instrumental in leading the Company through its Qualifying Transaction (QT), transforming the company into Resverlogix Corp.

Mather has had extensive experience in the financial services business in both Canada and the U.S. Prior to his position with Apsley, Mather served as Managing Director of Equities at TD Securities (USA) Inc.; as Chairman, President and CEO of ScotiaMcLeod (USA) Inc.; and the Managing Director, Global Institutional Equities - Sales, Trading and Research of ScotiaMcLeod Inc. Mather is also an Industry Arbitrator in dispute resolution with the Financial Industry Regulatory Authority (FINRA), created through the consolidation of the NASD and the member regulation, enforcement and arbitration functions of the New York Stock Exchange.

### Richard A Kranitz

Richard Kranitz has over 35 years of experience and has counseled more than 150 new ventures in a variety of industries, served as director of more than 40 companies and as an officer of many of them, typically as corporate secretary. He has performed legal services in connection with approximately 200 securities offerings, including 40 publicly registered. He is a 1969 graduate of the University of Wisconsin Law School and a 1966 graduate of the University of Wisconsin - Milwaukee.



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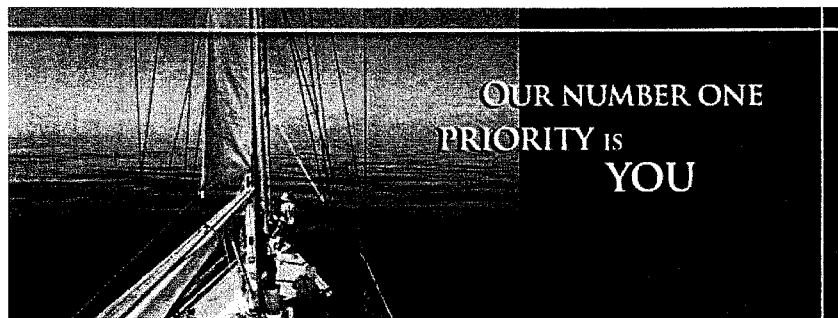
## Services

### Our number one priority is you

The increasing complexity of today's markets makes working with an experienced, knowledgeable financial advisor more critical than ever. From securities and investment banking services to real estate investments, oil and gas products, mutual funds, insurance and college savings plans, our comprehensive selection of financial services and broad access to investment markets are designed to help you address your investing goals. We have selling agreements in place with over 100 product manufacturers and through our clearing firm, Mesirow Financial, you will have access to 1000s of mutual funds, CDs, UITs, and stocks and bonds.

### You benefit from our independence

Through leading-edge technology, access to objective third-party research and non-proprietary investment products, your American Beacon representative will craft a unique investment strategy based on your short-term and long-term financial goals. Because our representatives are independent, there are no preferred products to sell, leaving them free to seek products and services that truly serve your interests. We provide access to a wide range of investments, including:



Investment Banking

Investment Products

Advisor Tools

Clearing Firm

### OUR PARTNERS

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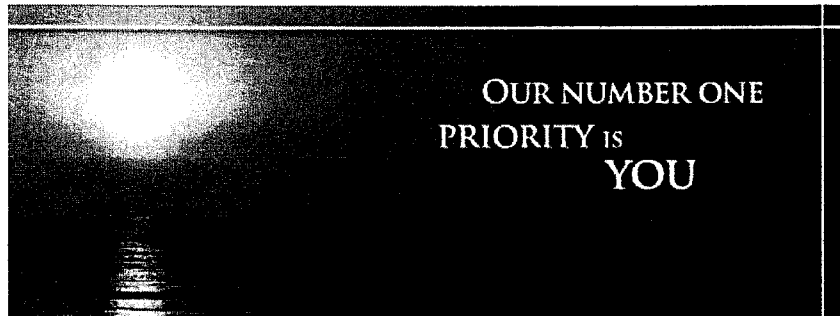
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## Advisor Tools

ARC-INSIGHT is a leading provider of alternative investment solutions. It provides a platform for financial advisors to manage their alternative investments. ARC-INSIGHT is a leading provider of alternative investment solutions. It provides a platform for financial advisors to manage their alternative investments.



✓ ALTERNATIVE INVESTMENT PLATFORM



✓ FINANCIAL PLANING SOFTWARE



✓ PORTAFOLIO MANAGEMENT SYSTEM

American Beacon Advisor Tools.

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## Investment Services

### Clearing Firm: Mesirow Financial, Inc.

Mesirow Financial, Inc., as a clearing broker, provides quality order execution, clearing, custody and reporting services to meet the rigorous standards of traders and regulatory agencies. This relationship allows us to:

Attract new clients for our brokers

Recruit and retain top-tier talent

Manage time and resources

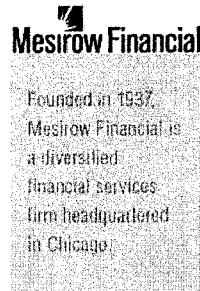
#### Execution, Clearing and Custody for:

Equities and Options

Fixed Income

Mutual Funds

Annuities



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## American Beacon Wealth Management

American Beacon Wealth Advisors, Inc. strives to provide consistent, long-term, and superior investment management services and returns for our Advisors and thier clients. To that end, we will create an environment in which talented individuals can work together, pooling their expertise and experience, to meet this goal. At all times, preservation and growth of our clients' capital will be paramount in our minds.

### Advisory Platforms

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[PPB Advisors, LLC](#)

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Investment Products

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## Careers

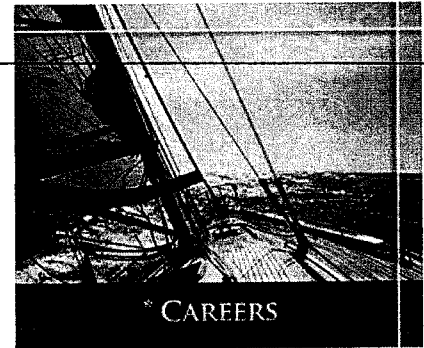
### Financial Advisor Representative

American Beacon Partners, Inc is committed to helping individual high net worth investors and business owners achieve their financial goals! Our Financial Advisors Representatives are a diverse group of people who pursue excellence, promote teamwork, and place the interests of our clients first in everything we do. In our fast-paced dynamic environment you will use your entrepreneurial abilities to introduce and service high tax-bracket individuals, accredited investors and business owners.

### Qualifications

- \* Strong knowledge of the financial markets, with an emphasis on client acquisition
- \* FINRA Series 7 and 63 licenses required (a Series 65 or 66 would also be beneficial)
- \* Self-motivated and entrepreneurial mindset and approach
- \* High ethical standards to follow rules and regulations
- \* Highly developed customer service skills and excellent phone skills
- \* Networking ability in their local community
- \* Willingness to prospect and network every day to supplement your current client base
- \* Client retention experience and success
- \* A burning desire to earn a six-figure-plus commission income!

### FREQUENTLY ASKED QUESTIONS



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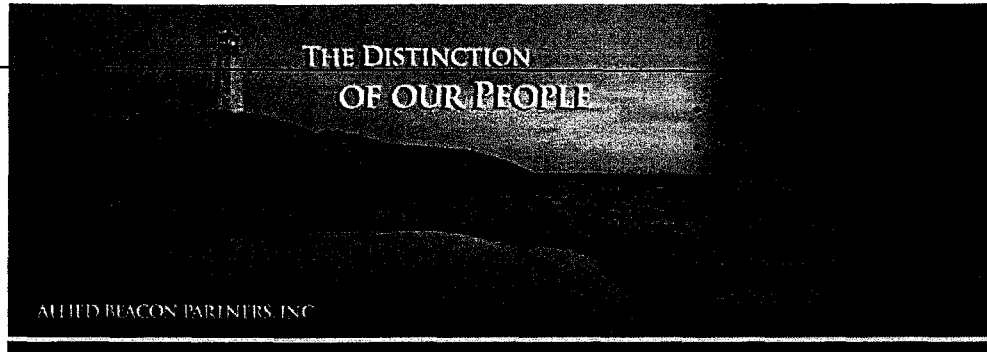
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### Working with your ABP Financial Advisor

Your first step toward successful investing is building a relationship with your ABP Financial Advisor, who is well-trained to help you succeed. Because we recognize that every client is unique and not all investment strategies are suitable for every client, we approach each relationship through these four steps:

**Understanding Your Needs.** Your relationship starts with a frank conversation to help your Financial Advisor thoroughly understand your goals, your tolerance for risk, your investment suitability, and your particular financial needs.

**Analyzing Your Situation.** You and your Financial Advisor review and analyze your current financial situation and evaluate various strategies that could be employed to help you reach your financial goals.

**Tailoring a Strategy.** Your Financial Advisor evaluates and recommends the appropriate combination of investments for your strategy, makes sure you understand them, and helps you implement the investment strategy that you have chosen.

**Staying Committed to You.** Your Financial Advisor maintains an ongoing commitment to your relationship through regular contact, timely account information, seeing that your questions are answered, and introducing new investment opportunities as they arise.

*This does not constitute an offer to buy or sell any security. Investments in securities are not suitable for all investors. Investment in any security may involve a high degree of risk and investors should review all "Risk Factors" before investing. Investors should perform their own due diligence before considering any investment. Past performance and/or forward looking statements are never an assurance of future results. Investment products, Insurance, and Annuity products are not FDIC Insured/Not Bank Guaranteed/Not Insured by any Federal Government Agency/May Lose Value. Securities offered through Allied Beacon Partners, Inc. Headquarters: 7501 Boulder's View Drive, Suite 601, Richmond, VA 23225, 888-720-4872. Member FINRA/SIPC.*

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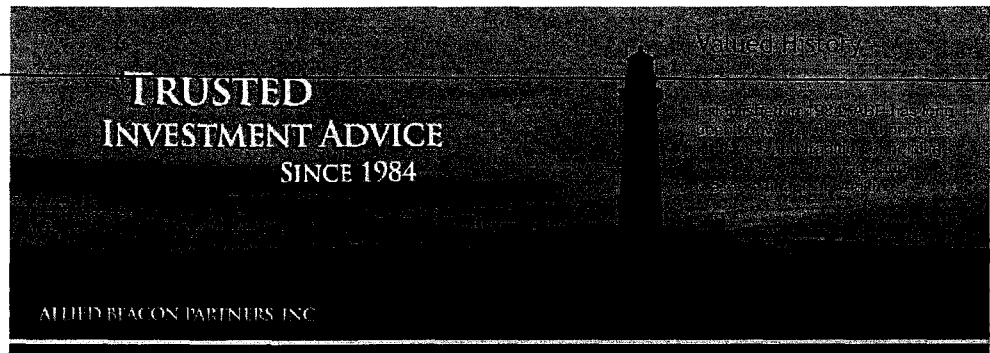
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**Understanding Your Needs.** Your relationship starts with a frank conversation to help your Financial Advisor thoroughly understand your goals, your tolerance for risk, your investment suitability, and your particular financial needs.

**Analyzing Your Situation.** You and your Financial Advisor review and analyze your current financial situation and evaluate various strategies that could be employed to help you reach your financial goals.

**Tailoring a Strategy.** Your Financial Advisor evaluates and recommends the appropriate combination of investments for your strategy, makes sure you understand them, and helps you implement the investment strategy that you have chosen.

**Staying Committed to You.** Your Financial Advisor maintains an ongoing commitment to your relationship through regular contact, timely account information, seeing that your questions are answered, and introducing new investment opportunities as they arise.

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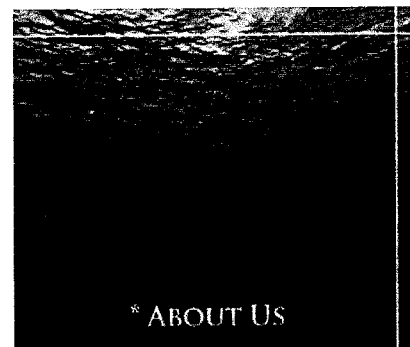
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## Beacon Acquisition Partners, Inc. History



Beacon Acquisition Partners, Inc. is a publicly traded company listed on the Toronto Venture Exchange. (Symbol: BAP)

The company uses a holding company model to partner with entrepreneurial owners and managers of U.S. financial service companies. Working together, the combined companies focus on maximizing intermediate growth and profitability.

The primary business of Beacon Acquisition Partners, Inc. (BAP) is the 100% ownership of Allied Beacon Partners, Inc., a U.S. Broker Dealer headquartered in Richmond, Virginia. Allied Beacon Partners, and its predecessor companies, has been offering "Trusted Investment Advice since 1984". Allied Beacon Partners, Inc. caters to the diversity of its investor clients by offering a full range of financial products and services and provides wealth management solutions using some of the most comprehensive investment products available in the industry today.

Beacon Acquisition Partners, Inc. also owns 100% of Allied Beacon Wealth Management (ABWM), a Registered Investment Advisor. The firm has no proprietary products and this open architecture allows advisors to use "best of breed" asset managers in providing strategies to meet their client's short and long term investment goals. ABWM works with high net worth individuals, Family Offices, corporations and pension plans.

Incorporated in 2010, ABP Ventures, LLC is the third wholly owned subsidiary of Beacon Acquisition Partners, Inc. In many of its investment banking and advisory mandates and in many of its sales activities, Allied Beacon Partners, the Broker Dealer, negotiates a portion of its fees in cash and a portion in broker warrants. These warrants generally allow the holder to purchase common shares or other securities of the issuing company at a fixed price for a specific period of time (often two - ten years.) These broker warrants are held in ABP Venture Partners, Inc.

An increasing number of real estate related financings also offer the Broker Dealer a participation in any net profit when the property is sold in the future. These "profit participation rights" are also held in ABP Venture Partners, LLC.

The Management of Beacon Acquisition Partners, Inc. believes that over time some of these various holdings may result in substantial capital appreciation. One industry professional referred to ABP Venture Partners, LLC as being a "closed-end, broadly diversified venture capital fund." Management also believes that each of these three wholly-owned subsidiaries possesses the potential for substantial value creation for the common shareholders.

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ABP Wealth Management

## ABP Headquarters

### Headquarters Address:

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Richmond, VA 23225

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### Contact Numbers:

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Operations Department: (888) 720-4872

Compliance and Licensing: (631) 406-7870

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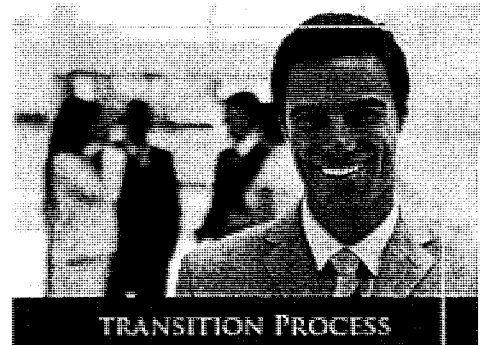
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## What Makes Us Different

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### Our Success is Your Success



Attracting good reps, and keeping them, is essential to the strategy of a successful broker/dealer. Our vitality depends on the quality of our reps. We have to make sure that we attract talented, qualified professionals and provide them with opportunities for advancement in all aspects of their professional lives.

We recognize that the ever-changing economic landscape requires financial firms to adapt their practices to better fit the ways their reps need to do business in today's environment. We see many firms, however, making changes merely to stay in business and not to the benefit of their advisors or clients. This results in advisors finding themselves with lower payouts, higher production minimums and rising fees; and as is the case with many financial firms today, forced to find a new BD when the doors of their firm are suddenly closed without warning.

As a boutique financial services firm, we are committed to the diversification of the products and services our reps may offer their clients, providing a home for reps that come from a myriad of financial backgrounds and experience. It is this diversity of specialties that lends to our firm's reputation of being represented by some of the top professionals in the industry and to the successful growth of our company.

While we have built strategic partnerships with various companies that we feel deliver the services and support our reps need to succeed, our reps appreciate that there are no proprietary products to sell, leaving them free to offer their clients the services and products that best suit their individual financial goals.

Unique to our industry, ABP wants to share its success with its advisors through a BAP entity, **ABP Venture Partners, LLC**. A wholly owned subsidiary of BAP (our parent company), ABPVP was established to be a profit sharing entity that has two main objectives:

- Drive shareholder value of BAP
- Reward key Financial Advisors

Our mission is to focus on the needs of our advisors by providing them with systems, services and support beyond expectation to maintain and grow their businesses. We believe that together we can grow the company in a way that is beneficial for everyone; when our advisors are successful, everyone prospers.

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## ABP Transition Process



Starting with a new firm can be exciting, but we also appreciate that transitioning to a new BD can be an overwhelming experience. In addition to all the registration paperwork to complete, there are new policies and procedures to learn and new technology to engage. We want your transition to ABP to go as smoothly as possible and to minimize the time it takes to learn our systems and get you back to business.

Your smooth transition to our organization begins with our onboarding portal, "Red Carpet." Red Carpet (RC) is our comprehensive transition program for completing your registration paperwork and learning our company's procedures all online. Our system guides you through each document and task to complete using a predetermined schedule, making the transition process more efficient and timely. RC manages your "to-do" list for you with step-by-step instructions, email reminders, and interaction with the back office staff at each stage of the process.

On RC you will also find extensive information about the firm and its people, a frequently asked questions section to assist you on the spot, and a library of documents and templates to help you set up your business through your new BD.

Our partnership with you begins with your transition to our firm and we are dedicated to providing our reps with the kind of support that is beyond expectation. While there may be some bumps in the road, we have committed ourselves to efficiently managing this process for you through the use of our red carpet service, allowing you to get back to doing business with as little interruption as possible.

See for yourself what makes us different by calling one of our Recruiters to schedule your own virtual "Open House"; an Introduction to Allied Beacon Partners Webinar.

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**Robert Mather**

**President, CEO and Chairman of Beacon Acquisition Partners Inc  
Chairman of Allied Beacon Partners Inc**

Robert Mather is President, CEO and Chairman of Beacon Acquisition Partners Inc, ABP's parent company, and Chairman of Allied Beacon Partners Inc. He has served as Chairman and CEO of Waverly Strategic Advisors, a private financial and management consulting firm since 2003. Prior to that position, Mr. Mather served as President and CEO of Apsley Management Group from 2000 to 2003, where he was instrumental in leading the Company through its Qualifying Transaction (QT), transforming the company into Resverlogix Corp.

Mr. Mather has had extensive experience in the financial services business in both Canada and the U.S. Prior to his position with Apsley, Mather served as Managing Director of Equities at TD Securities (USA) Inc.; as Chairman, President and CEO of ScotiaMcLeod (USA) Inc.; and the Managing Director, Global Institutional Equities - Sales, Trading and Research of ScotiaMcLeod Inc. Mather is also an Industry Arbitrator in dispute resolution with the Financial Industry Regulatory Authority (FINRA), created through the consolidation of the NASD and the member regulation, enforcement and arbitration functions of the New York Stock Exchange.

Rob Mather: (201) 447-2486  
[rmather@beaconacquisition.com](mailto:rmather@beaconacquisition.com)

**James Hintz**

**President, CEO and Director of Allied Beacon Partners Inc  
Director of Beacon Acquisition Partners Inc**

Mr. Hintz has a proven executive management track record with over 28 years of experience driving sales growth in the financial services industry. His leadership and business expertise directed the merger between Allied Beacon Partners, Inc. and Beacon Acquisition Partners, Inc., its Parent Company.

Prior to joining Allied Beacon Partners, James held various Executive level positions in the financial industry including President and founding member of Precision Retirement Group, Inc., a national governmental employee benefits consulting firm. Jim was also President of North Central Financial Services, Inc., a financial planning and advisory firm founded in 1982.

Contact Jim Hintz: (800) 780-2989  
[jhintz@alliedbeacon.net](mailto:jhintz@alliedbeacon.net)

**Roger Leibowitz**

**CFO Financial Operations Principal**

Mr. Leibowitz is a financial & operations executive with almost twenty years of leadership roles in accounting, operations and administration. He has proven success integrating and consolidating business assets to improve both function and performance. Roger's experience includes serving as Chief Operating Officer of Waterford Investor Services, Inc., Chief Operating Officer of The Bergman Group, Executive Director of the Richmond Jewish Foundation, Financial Officer/Controller of Compulife Investor Services, Inc. and Audit Manager at Ernst & Young.

Roger is a CPA and he has an MBA from Virginia Commonwealth University and a BS in Accounting from Virginia Tech. He and his family reside in Richmond, Virginia.

Roger Leibowitz: (800) 780-2989  
[rleibowitz@alliedbeacon.net](mailto:rleibowitz@alliedbeacon.net)

**Christopher C. Pollina**

**Executive Vice President Compliance**

Mr. Pollina has more than 15 years of experience in the Financial Securities Industry. In those years he has also owned and operated his own Broker Dealer.

As Compliance Officer, Mr. Pollina, oversees that the company's efforts to comply with SEC and FINRA mandates and to identify and adopt best practices in the corporate governance arena. Mr. Pollina is also responsible for ensuring that ABP's compliance programs and policies meet the highest legal, regulatory and ethical standards and monitoring the company's adherence to these standards. As Corporate Secretary, he serves as a focal point for communications with the company's Board of Directors and senior management.

Mr. Pollina graduated from Lafayette College with a B.A. in Economics/Business and Psychology and is a Certified Financial Planner Licensee. He holds his Series 6, 7, 24 and 63 licenses and is also a licensed Insurance Producer.

Christopher Pollina: (631) 406-7870  
[cpollina@alliedbeacon.net](mailto:cpollina@alliedbeacon.net)

**Jane Whittemore**

**Executive Vice President, Fixed Income Trading**

Ms. Whittemore is a dedicated Securities Industry Professional with 22 years experience and extensive knowledge in Tax Exempt Bond Trading, general fixed income products, Operations/Sales Support and general securities supervision. Jane Whittemore had a 17 year career trading Municipal bonds for Wachovia Securities (Interstate/Johnson Lane) retail division where she maintained a multimillion dollar inventory of state specific bonds, marketing to a retail sales force of 10,000+. While in this role, she gained valuable experience in formulating highly successful buy/sell strategies and negotiating profitable transactions. Her reputation and demeanor allowed her to forge many strong relationships in the industry ('street') which gives her much depth as a trader. She holds FINRA Series 7, 24, 53 and 63.

Jane Whittemore: (804) 524-7647  
[jwhittemore@alliedbeacon.net](mailto:jwhittemore@alliedbeacon.net)

Richard Leach:

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#### Heather Flaherty

##### Senior Vice President - Sales

Ms. Flaherty specializes in alternative and real estate direct participation programs. She manages a sales team of reps nationwide; many of which focus on private placements and 1031 exchange. She is a member of REISA (Real Estate Investment Securities Association) and on its Conference Planning Committee.

Prior to working with ABP Ms. Flaherty was the National Real Estate Sales Director with MICG Investment Management. She recruited and managed a national team of FINRA Series 22 licensed Commercial Real Estate Brokers specializing in the sale of Direct Participation Programs (Reg D). Before working at MICG, Ms. Flaherty worked in commercial and residential real estate with a focus on 1031 exchange and ran her own Marketing Photography and Graphic Design business.

For over 10 years Ms. Flaherty was a professional Litigation Paralegal and Consultant as an authority on personal injury litigation and asbestos wrongful death. She obtained her paralegal degree from Miami Jacobs of Ohio and holds her Virginia State Real Estate license with Re/Max. In addition to holding FINRA Series 22 and 63, she holds a Series 39 Principal License specifically for the management and supervision of a member's Reg D business. Ms. Flaherty resides in Williamsburg, Virginia, and has a daughter entering her third year at East Carolina University.

Heather Flaherty: (804) 521-7605  
hflaherty@alliedbeacon.net

#### David Jacobs Kotz

##### CRPC, ARCP, Senior Vice President – Sales, Principal

Mr. Kotz has over 20 years of experience as a Registered Representative and Investment Advisor Representative. Mr. Kotz began his career with The Chase Manhattan Bank, where he served as a Client Relationship Manager. He then joined a boutique private equity firm, Spencer Trask Ventures, as a Sr. Vice President and helped them form their first Private Equity Fund.

Prior to joining ABP, Mr. Kotz was a Senior Financial Advisor with the Merrill Lynch Global Private Client Group.

Mr. Kotz is a graduate of the University of Vermont's Small Business Management program with a Bachelor of Science degree. He holds his FINRA Series 7 / 63 /65 licenses, and is a designated NJ Life and Health Insurance Producer, Chartered Retirement Planning Counselor (CRPC) and Accredited Retirement Planning Consultant (ARPC). He also holds a FINRA Series 24 General Securities Principal License for the management and supervision of a member's securities business.

Mr. Kotz lives with his wife and two children in Far Hills, NJ. He is a long time, active volunteer with the local Fire Department as a Firefighter / EMT and with the US Coast Guard as a small boat coxswain.

David Jacobs Kotz: (908) 502-0060  
dkotz@alliedbeacon.net

#### Michael Palmisano

##### Senior Vice President – Sales, Principal

Mr. Palmisano specializes specifically in the areas of investment management, retirement and estate planning, and works closely with attorneys and accountants to provide advanced tax planning to higher net worth clients. Mr. Palmisano is also a Registered Investment Advisor with Allied Beacon Wealth Management to practice in multiple states providing customized investment advice and asset management to high net worth individuals, foundations and retirement plans.

Mr. Palmisano is a graduate of the University of Wisconsin with a Bachelor of Business-Finance. He is a Certified Estate Planner, and holds his Insurance License and his FINRA Series 7 / 63 /65 licenses. He also holds a FINRA Series 24 General Securities Principal License for the management and supervision of a member's securities business.

Mr. Palmisano and his family reside in Milwaukee, Wisconsin.

Mike Palmisano: (414) 688-7547  
mpalmisano@alliedbeacon.net

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## Advanced Technology

### Sharepoint



ABP's web-based paperless "Back Office System" for submitting new business to the back office, accessing client account forms, downloading sales and marketing material, researching product and selling agreements, looking up industry contacts, and staying informed with our calendar of firm events and sales meetings.

You will also find compliance related databases for your use, such as a Gift Log, Checks Received Blotter, Monthly Correspondence Transmittals, Securities Received and Delivered, and a Restricted Stock List. No one else sees your data; the records you enter on Sharepoint are private and protected.

### Repertoire

Repertoire is ABP's real time, web-based system for transaction and commission tracking. This program offers client profile and account management tools designed for each individual ABP rep.

### ARC-Insight

ARC is a web-based service that provides a substantial platform specifically for Alternative Investment programs, including Reg D and REITs. As an ABP rep you have unlimited access to the offerings we have approved, program sales material and sub docs, sponsor history and contact information, educational modules to help determine investor suitability, and an array of customizable comparative reports.

Alternative investment types include real estate growth/income and opportunity funds, secured notes, single tenant triple-net leases, DSTs & TICs for 1031 exchange, traded and non-traded REITs, equipment leasing/financing, land, oil and gas drilling and royalty programs, venture capital and debt, debentures and mezzanine finance, and tax credit funds.

### Laser App Form Filling Software

State-of-the-art form filling technology combined with a massive library of industry related forms. Use your existing client data to automatically populate the forms you use most. Laser App seamlessly integrates with a variety of client database programs, CRM software applications, BD and product carrier web sites.

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#### Heather Flaherty

##### Senior Vice President - Sales

Ms. Flaherty specializes in alternative and real estate direct participation programs. She manages a sales team of reps nationwide; many of which focus on private placements and 1031 exchange. She is a member of REISA (Real Estate Investment Securities Association) and on its Conference Planning Committee.

Prior to working with ABP Ms. Flaherty was the National Real Estate Sales Director with MCG Investment Management. She recruited and managed a national team of FINRA Series 22 licensed Commercial Real Estate Brokers specializing in the sale of Direct Participation Programs (Reg D). Before working at MCG, Ms. Flaherty worked in commercial and residential real estate with a focus on 1031 exchange and ran her own Marketing Photography and Graphic Design business.

For over 10 years Ms. Flaherty was a professional Litigation Paralegal and Consultant as an authority on personal injury litigation and asbestos wrongful death. She obtained her paralegal degree from Miami Jacobs of Ohio and holds her Virginia State Real Estate license with Re/Max. In addition to holding FINRA Series 22 and 63, she holds a Series 39 Principal License specifically for the management and supervision of a member's Reg D business. Ms. Flaherty resides in Williamsburg, Virginia, and has a daughter entering her third year at East Carolina University.

Heather Flaherty: (804) 521-7605  
[hflaherty@alliedbeacon.net](mailto:hflaherty@alliedbeacon.net)

#### David Jacobs Kotz

##### CRPC, ARCP, Senior Vice President – Sales, Principal

Mr. Kotz has over 20 years of experience as a Registered Representative and Investment Advisor Representative. Mr. Kotz began his career with The Chase Manhattan Bank, where he served as a Client Relationship Manager. He then joined a boutique private equity firm, Spencer Trask Ventures, as a Sr. Vice President and helped them form their first Private Equity Fund.

Prior to joining ABP, Mr. Kotz was a Senior Financial Advisor with the Merrill Lynch Global Private Client Group.

Mr. Kotz is a graduate of the University of Vermont's Small Business Management program with a Bachelor of Science degree. He holds his FINRA Series 7 / 63 /65 licenses, and is a designated NJ Life and Health Insurance Producer, Chartered Retirement Planning Counselor (CRPC) and Accredited Retirement Planning Consultant (ARPC). He also holds a FINRA Series 24 General Securities Principal License for the management and supervision of a member's securities business.

Mr. Kotz lives with his wife and two children in Far Hills, NJ. He is a long time, active volunteer with the local Fire Department as a Firefighter / EMT and with the US Coast Guard as a small boat coxswain.

David Jacobs Kotz: (908) 502-0060  
[dkotz@alliedbeacon.net](mailto:dkotz@alliedbeacon.net)

#### Michael Palmisano

##### Senior Vice President – Sales, Principal

Mr. Palmisano specializes specifically in the areas of investment management, retirement and estate planning, and works closely with attorneys and accountants to provide advanced tax planning to higher net worth clients. Mr. Palmisano is also a Registered Investment Advisor with Allied Beacon Wealth Management to practice in multiple states providing customized investment advice and asset management to high net worth individuals, foundations and retirement plans.

Mr. Palmisano is a graduate of the University of Wisconsin with a Bachelor of Business-Finance. He is a Certified Estate Planner, and holds his Insurance License and his FINRA Series 7 / 63 /65 licenses. He also holds a FINRA Series 24 General Securities Principal License for the management and supervision of a member's securities business.

Mr. Palmisano and his family reside in Milwaukee, Wisconsin.

Mike Palmisano: (414) 688-7547  
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## Investment Services

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## Frequently Asked Questions

### What is the next step if I'd like to learn more?

Contact one of our Recruiters to schedule a time to attend our virtual "Open House" Introduction to ABP Webinar; a presentation given by our CEO to elaborate on the benefits and structure of the firm and answer your questions directly. This is about a 60 minute presentation and can be scheduled for a time that best fits your schedule.

### Q) Where is ABP headquartered?

ABP is headquartered in Richmond, Virginia at 7501 Boulder's View Drive, Suite 601. ABP has independent advisors and branch offices all across the nation.

### Q) What is the size of ABP?

Our business plan is based upon operating with no more than 350 advisors. Our mandate is to stay "small and nimble" enough so that we can position the firm ahead of the curve as the industry continues to change. Although we have a national footprint, it is not our desire to become a mega BD. Rather, we want to target specific geographic pockets and cater to the higher producer that requires more products and services that are geared towards wealthier clients in a "boutique" setting. We believe our vast platform is an attractive alternative to the traditional independent practitioner.

### Q) What Clearing Firms does ABP use?

ABP clears through *Mesirow Financial Services* and *RBC Correspondence Services*. Both provide quality order execution, clearing, custody, and reporting services for equities and options, fixed income – structured CDs, mutual funds, and annuities. They also have a fee based platform. Training will be available for both you and your staff.

### Q) Does ABP have its own Dedicated Trading Desk?

Yes. We have our own *Fixed Income Bond and Equities Desk* in Richmond. In addition, our Advisors have access to *Advisors Asset Management (AAM)*. AAM offers direct access to the fixed income markets, Unit Investment Trusts (UITs) and structured products. AAM provides extensive financial services tailored to the business needs of advisors, including portfolio construction and analysis.

### Q) Does BAP have a Wealth Management Platform?

Yes. A wholly owned subsidiary of BAP, Allied Beacon Wealth Management provides ABP Investment Advisory Representatives an open architectural Registered Investment Advisory platform for their advisory clients. Our Advisors can provide customized investment advice and asset management for high-net-worth individuals, foundations and retirement plans.

### Q) Does ABP offer Turn-key Advisory Platforms?

Yes. We work with several turn-key advisory service platforms offering a wide variety of separately managed accounts for customers with as little as \$25,000.

### Q) Does ABP have an FMO Platform?

Yes. We work with companies that offer access to hundreds of life and fixed/indexed annuity products, like Vertical Vision and Crump.

### Q) Does ABP have an online Back Office System?

Yes. SharePoint is our Back Office System. On SharePoint you will submit new business, find categorized execution forms and client account forms, our calendar of events, important announcements, approved form letters and marketing material, and other helpful information. We have another online system called *Repertoire* for tracking commissions and production.

### Q) Does ABP have a Marketing Platform?

Yes. ABP has partnered with Response Mail Express (RME) for marketing services and events, including seminar marketing and prospecting campaigns.

### Q) Does ABP use Laser App Software?

Yes. Laser App Software is a form-filing solution with an electronic library of over 24,207 up-to-date forms. Their Library comprises of over 100,000 pages of forms from the top carriers, clearing firms and broker-dealers in the industry that automatically populate from databases like Act.

### Q) Does ABP have an Alternative Investments Platform?

Yes. We offer a very robust platform for Alternative Investments. This is another aspect that sets us apart as a premier boutique firm. We have found that many investors today are looking for investments that are non-correlated to the markets that offer them

diversification, risk mitigation, monthly income, and tax benefits. Alternative Investments (private placements) are not open to the general public, nor are they available to representatives whose BDs do not have selling agreements for these programs in place.

Our Alternative Investments platform is a web-based service for sponsors and BDs called *ARC-Insight*. As a BD member, all of our advisors have free access to an array of approved non-traded REITs and Direct Participation Programs (private placements), including real estate syndications/funds, DSTs and TICs (for direct investment or 1031 exchanges), equipment leasing, tax credit programs, alternative energy opportunities, oil & gas royalty/drilling programs, and futures platforms. ARC-Insight provides advisors with customized comparison reports, educational modules on approved programs, and access to over 100 Alternative Investments all in one place.

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**Q) Does ABP have a Profit Sharing Program?**

Yes. Unique to our industry, we want to share our corporate success with our advisors through a BAP entity, ABP Venture Partners, LLC. A wholly owned subsidiary of BAP, ABPVP was established to be a profit sharing entity that has two main objectives:

- Drive shareholder value of BAP
  - Reward key Financial Advisors
- 

**Q) Are their ownership opportunities in ABP?**

Yes, since ABP's parent (Beacon Acquisition Partners - Symbol BAP) is a Public Company that trades on the Toronto Venture Exchange (TSX), you can become an owner by purchasing shares of BAP on any open exchange. In addition, we also plan to continue to award BAP Options to successful individual advisors who excel in their performance with the Firm.

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**Q) Does ABP require that I transfer my own personal investment accounts over to ABP?**

No, ABP does not require this. We do require that duplicate copies of your account statements be forwarded to ABP.

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**Q) Does ABP have a minimum production level?**

Yes. Minimum production is set at \$75,000 gross dealer concessions for the previous 12 months; extenuating circumstances are considered. (i.e. illness)

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**Q) How is my commission split determined?**

Your commission split is negotiated depending on your past 12 months of gross dealer concessions; extenuating circumstances are considered. (i.e. illness)

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**Q) What does ABP's E & O Insurance cover?**

Our E & O policy covers your normal business activities, as well as covering mutual funds, insurance, and private placements (alternative investments). Every ABP rep is required to be covered. Our one year policy term is May to May, and limits are \$1,000,000/\$2,000,000/per incident and retention is \$5,000/\$50,000/\$50,000.

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**Q) How often are commissions paid, how are they paid, and is the full commission paid at once?**

Commissions are paid twice a month, around the 1st and 15th, via *Direct Deposit*. The full commissions earned are paid all at once and all go to grid. Funds are not withheld from your commissions unless prior arrangements to do so have been made.

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**Q) What fees do I pay ABP?**

ABP costs include E & O insurance coverage; a low tech fee which covers email and email retention, yearly Firm Element and AML Continuing Education, Sharepoint, Repertoire, ARC-Insight, and branch inspections; and FINRA and state registration fees. ABP fees and E & O insurance fees are subject to change yearly. Mesirow and RBC platform fees vary depending on which package you require, such as eView Pro or Morningstar.

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**Q) Does ABP have Sales Meetings?**

Yes. Firm Sales Meetings are held via Webinar every Monday at 4pm EST. The content of our Sales Meetings includes ABP and FINRA updates, industry news, and introductions and training on various products that are available. Attendance is not required, but is strongly recommended so that you don't miss important information, training or the addition of new products. We are a team and want every member to continually be on the same page.

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**Q) Does ABP hold a yearly National Sales Conference?**

Yes. Our National Sales Conference is held for three days in Richmond, Virginia in mid-June. In addition to our annual firm compliance meeting, various training and break-out sessions are held with service providers and sponsors of approved product.

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**Q) What are the steps taken to transfer my license to ABP?**

Your entire transition and registration process is completed online using our Red Carpet onboarding system, including filling out your U4 registration paperwork and signing firm agreements.

Your prior BD will complete a form U5, which is the termination of your registration with them, and has 30 days in which to send it to you. Your signature is not required on your form U5. You must provide a copy of your form U5 to ABP as soon as you receive it, but we don't need to be in receipt of your form U5 in order to move forward with your ABP registration with FINRA.

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**Q) How long will it take to transfer my client accounts?**

You will complete a *Fact-Finder* form on Red Carpet, which must be completed in order to transfer your accounts and obtain any selling agreements you might need. Barring any unforeseeable delays, someone from our back office will be assigned to work with you and/or your staff to get your client accounts transferred to Mesirow or RBC within the first two weeks after your FINRA registration is completed.

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**Q) Does ABP provide me with office space?**

ABP does not typically provide office space, which denotes higher payouts to our advisors. You are free to work from a home office

or from any office you choose. Depending on your location, there may be an ABP office with space available for you to rent; our Richmond office currently has office space available. If you currently have an office and will be bringing your entire office of advisors on board or want to grow your office, you may want to speak with ABP about registering your office as an OSJ.

**Q) Many Broker Dealers have recognition programs. What does Beacon do in this area?**

Each year the top 10% of brokers will be recognized in the Chairman's Council. We also have encouraged representatives to be active members in Product Teams. Individuals who "go the extra mile" and make contributions on these teams also receive formal recognition.

**Q) Can you talk about the insurance coverage that covers our client's accounts?**

Our clearing broker provides an additional \$34.5MM in coverage to the SIPIC amount of \$500,000 for securities held in accounts. That is \$35 Million dollars. They also provide \$2.9MM in coverage in addition to the SIPIC insurance of \$100,000 for cash balances. That totals \$3.0 MM in coverage on cash balances. This additional coverage is provided through Lloyds of London.

**Q) The company merged with its parent through the program known as a Capital Pool Company. Is this methodology something that my clients may be able to benefit from?**

In the U.S. the Special Purpose Acquisition Program (SPAC) has allowed many private companies to become public companies. This structure also facilitates the raising of additional capital for corporate growth. The Capital Pool Company program is very similar and it may offer you and your client's an opportunity to participate in the early stages of a company's growth.

**Q) The common stock is currently listed in Toronto, Canada. Will it ever list in the U.S.?**

The company is opportunistic and when the time is right it will give this due consideration. It is currently estimated that the additional costs of a U.S. listing could cost approximate \$500,000. per year.

**Q) Aside from participating in the company's growth through share ownership, are there other advantages to being a public company?**

Yes. We believe an attractive aspect of being a public company is transparency and clarity that it brings to our activities. We are audited in both the U.S. and Canada. Our financial reports are in the public domain and can be accessed on government web sites on a timely basis. Many brokers feel they are "kept in the dark" where they now work. They should find this a refreshing change.

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## Stocks

Stocks, or equities as they are also known, are a type of security that represents ownership in a corporation and carries a claim to part of the corporation's assets and earnings. Over the years investors have turned to stocks to build long-term wealth—either directly or through planned savings programs such as 401(k) plans or stock purchase programs.

## Bonds

Bonds are loans investors make to issuers—corporations, governments, municipalities or other entities—so that those issuers can fund or expand operations. The issuer gets the cash it needs, while the lender earns interest for the term of the loan.

Bonds can be used as a "core" investment to build the foundation of a balanced portfolio. They offer a wide range of maturities, varying interest payment terms and different credit quality ratings to fit most portfolio needs. Bonds and other fixed-income instruments may also provide a good counterbalance when combined with equities because bonds typically fluctuate less than stocks.

We offer a wide range of fixed-income investment solutions reflecting the varied needs and preferences of our clients. Whether you are looking for income, growth or preservation of your invested principal, bonds may be an appropriate core holding for your portfolio.

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## Mutual Funds: From Mystery to Mainstay

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With more than 10,000 mutual funds now available, and most working Americans contributing to them via their employer-sponsored plans, mutual funds are no longer the mystery they once were. Instead, they're the mainstay of many family's investment portfolios. But if you're new to investing, you may have some questions. What is a mutual fund? And how do they work? This article is designed to answer these and other important questions.

### Designed for the Smaller-Net-Worth Investor

So you want to invest in, say, the stock or bond market. But you don't have enough cash to diversify your investments. Mutual funds may be the answer.

At its most basic, a mutual fund is a financial intermediary that manages a pool of money from investors who share the same investment objectives. By pooling their money together, the investors can purchase stocks, bonds, cash, and other assets at far lower trading costs than they could on their own. What's more, rather than trying to manage their assets themselves - a daunting challenge even for experienced investors - a mutual fund is overseen by professional asset managers. These experienced managers are responsible for identifying and investing in the securities they believe will best help the fund pursue its investment objective.

### A Range of Investment Objectives

When you invest in a mutual fund, you are essentially buying shares in the pooled assets and you become a shareholder in the fund.

One of the reasons for the popularity of mutual funds is that not only are they extremely cost efficient and easy to invest in, but you can choose from a wide range of investment options. Some mutual funds, such as money market funds and short-term bond funds, are quite conservative and offer a degree of stability and preservation of your principal. Others, such as aggressive growth funds, pursue above-average returns, generally with the volatility and risk that go along with them. And there are options all along the risk/reward spectrum.

### The Added Benefit of Diversification

Earlier in this article, the topic of diversification was mentioned. Diversification is the concept of spreading out your money across many different types of investments to reduce the affect of any one investment on your overall returns. When growth stocks are declining, value stocks may be rising. When U.S. stocks are appreciating, international stocks may be falling. Diversifying your investment holdings across asset classes (stocks, bonds, and cash), sectors and industries, and geographic regions can significantly reduce your risk. However diversification does not protect against risk.

The most basic level of diversification is to buy multiple stocks rather than just one stock. A stock mutual funds generally holds many stocks, often between 50 and 100 but frequently many more. Achieving a similarly diversified portfolio on your own by purchasing individual stocks would not only be exponentially more difficult, but also more expensive as the trading costs for buying and selling stocks can quickly eat away a smaller portfolio's value.

### Reading A Mutual Fund Prospectus

Before investing in any mutual fund, you should read its prospectus. This is a legally mandated document that provides specific information about the fund's investment objectives, managers, the types of securities it may buy, fees and costs, and other material discussed is meant for general illustration and/or informational purposes only and it is not to be construed as tax, legal, or investment advice. Although the information has been gathered from sources believed to be reliable, please note that individual situations can vary therefore, the information should be read upon when coordinated with individual professional advice. Past performance is no guarantee of

pertinent information. Recent legislation mandates that a prospectus must be written in clear, common-sense language that the general public can easily understand.

A mutual fund prospectus should outline these six factors that allow you to evaluate the fund and its potential place in your plan.

1. **Investment objective.** Is the fund seeking to make money over the long term or to provide investors with cash each month? You'll find the answers in this section of the prospectus.

2. **Strategy.** This section should spell out the types of stocks, bonds or other securities in which the fund plans to invest. It may look for small, fast-growing firms or large, well-established companies. If it's a bond fund, it may hold corporate bonds or foreign debt. ~~This section may also mention any restrictions on securities in which the fund can invest.~~

3. **Risks.** The prospectus should explain the risks associated with the fund. For instance, a fund that invests in emerging markets will be riskier than one investing in the United States or other developed countries. A bond fund should also discuss the credit quality of the bonds it holds and how a change in interest rates may affect those holdings.

4. **Expenses.** Different funds have different sales charges and other fees. The prospectus will spell out those fees so you can compare them with the fees of other funds. It should also explain the percentage of the fund's return that is deducted each year to pay for management fees and operation costs.

5. **Past performance.** Although you shouldn't judge a fund solely by its past performance, this can show how consistently the fund has performed and give some indication of how it may fare in the future. This section of the prospectus will also show you the fund's income distributions and its total return.

6. **Management.** This section may do nothing more than list the fund manager or managers, or it may give specific information about the management team's experience. If the prospectus doesn't contain enough detail, you may be able to find this information in the fund's annual report.

Mutual funds provide investors with a convenient, effective tool for investing in the stock, bond, and cash-equivalent markets. Let us show you how they can apply in your specific situation.

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## Market Linked CDs

Market-Linked CDs offer investors the potential to earn enhanced returns compared to those available with traditional deposit products. A very common method in which market-linked deposits are issued is in the form of principal protected Certificates of Deposit.

Designed for buy and hold strategies, the investor profile is broad, including pension funds, baby boomers, vital adults, families saving for college expenses and retirees. They have the ability to provide: 100% principal protection when held to maturity; the potential for enhanced returns on their deposits; focused exposure to a specific financial view; and investment horizons of one to seven years. They are tools that individuals and their financial advisors should consider to meet certain financial objectives. The CDs can be used as a complement to existing assets in a portfolio or as a way to employ a tactical or strategic view. They can also provide an efficient means to attain the true benefits of portfolio diversification, allowing investors and depositors to conveniently gain access to alternative asset classes that may be difficult to gain access to directly.

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### Unit Investment Trusts

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UITs are SEC-registered investment companies that follow a buy and hold strategy and are sold only by prospectus. Portfolios are professionally selected by the trust sponsor and are designed to follow a stated investment objective, although there is no guarantee that the objective will be met. UITs are fixed and not actively managed. Except in limited circumstances, portfolios will hold and continue to buy shares of the same securities even if their market values decline.

UITs dissolve on a mandatory termination date ranging from one to thirty years, which is established when the UIT is created, although some UITs may terminate more than fifty years after they are created. Short-term strategy trusts should be considered as part of a long-term investment strategy and you should consider your ability to pursue them by investing in successive trusts, if available. You will realize tax consequences associated with investing from one series to the next.

Like mutual funds, UITs provide you with a diversified basket of securities in one easy purchase. Buying these stocks or bonds individually could be time consuming, costly and possibly riskier. UITs are different from mutual funds in that the underlying securities are not actively traded. This enables investors to "know what they own" and helps avoid short-term capital gains. Unit holders are subject to taxes on their investment. Investors should consider the investment objectives, risks, charges and expenses associated with investing in UITs and should carefully review the prospectus which contains this and other information about the trust before investing.

#### Equity Unit Investment Trusts

Equity UITs are defined portfolios of domestic and/or international stocks. Security selection is based on the stated investment objective of the trust, such as capital appreciation, income or both. Equity UIT portfolios have various levels of risk tolerance from conservative to aggressive growth and investment style preferences, including sector, strategy, core, international, theme and index trusts.

#### Fixed Income Unit Investment Trusts

Fixed Income UITs are defined portfolios of domestic and/or international bonds and other fixed income securities. Security selection is based on the stated investment objective of the trust such as stable income stream, capital preservation and/or possible tax advantages. Fixed Income UITs have various levels of risk tolerance from conservative to aggressive and investment style preferences, including, taxable, tax-exempt, corporate bond, international bond, U.S. government securities and mortgage-backed securities.

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## Investment Banking

ABP assists corporations in raising capital; this can be in the form of both debt and equity. We also offer assistance to growing public and private companies in structuring and distributing securities.

Past offerings have included media content, biotech, medical devices, "green" technologies, and real estate.

The fact that ABP is a "boutique" Broker Dealer, new offerings can be tailored more specifically to meet the expressed investment needs of both individual and corporate investor clients.

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## Private Equity



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"Private Equity" is the term that is used to describe operating companies that are not traded on an Exchange.

Funds are often raised by private companies through the sale of common stock, warrants, preferred shares, bonds or a combination of these instruments. The terms of the investment are often negotiated more directly by the issuing company with the investors and this could mean the terms more closely match the needs of the investors.

Private equity strategies are often used in raising venture capital, corporate buy-outs, re-organizations and in distressed investing.

Funds are often used to fund new technologies, execute growth initiatives or to simply pay down debt.

Investors are often institutions, pension funds and "accredited investors" who can commit sums of money for longer holding periods. These longer holding periods are often required in order to both execute the desired corporate strategy and provide liquidity for the investor. An example might be the eventual sale of the company or an Initial Public Offering.

Investors are reminded to review the current standards required to meet the definition of the wealthier, more sophisticated "accredited investor" with their Allied Beacon advisor. These standards can change and they often vary from state to state.

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## Hedge Funds

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Hedge funds are generally used by wealthy, sophisticated individual investors and institutions. The goal of most hedge funds is to produce high investment returns in an absolute sense or as measured against a performance benchmark. Hedge fund returns are often not correlated with stock and bond indexes and this asset class can offer additional portfolio diversification.

Hedge funds are generally open to a limited number of investors and are generally structured as partnerships.

Hedge fund managers often employ such advanced strategies as:

- ▶ Long/short
- ▶ Program trading
- ▶ Arbitrage - stocks, bonds, commodities, futures
- ▶ Macro-economic
- ▶ Event driven strategies
- ▶ Distressed debt & corporate "work-out" situations and,
- ▶ The use of derivatives

Hedge funds generally have an annual management fee (1% - 2%) and a performance fee (10% - 20%) based on the percentage increase in the net asset value per share.

Managers often employ the use of leverage in their investment strategies. Either borrowed money (margin) and/or various financial instruments are used. Increased leverage may also increase risk.

Hedge fund investors must meet the definition of "an accredited investor", requiring a minimum net worth and/or a specific annual income.

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## Alternative Investments

Allied Beacon Partners, Inc. (ABP) offers comprehensive Alternative Investment programs that are designed especially for high-net worth, accredited investors and are not available to the general public. Alternative Investments can include real estate, tax credit programs and oil and gas programs; most of which are not available for investment at other financial firms.

At ABP, we provide our qualified clients with portfolio evaluations and help design wealth diversification and tax-advantaged investment strategies using Alternative Investments. Not every Alternative Investment is suitable for every investor; our approach is tailored to meet each client's individual financial needs and goals.

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## Real Estate Investment Trusts

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A REIT is a company that invests its stockholders' money in real estate, often purchasing and operating a diversified portfolio of properties, including medical and healthcare facilities, retail shopping centers, and multi-family apartment and senior communities. The properties owned by the REIT may create rental income that is distributed to investors. REITs are required by law to pass at least 90% of taxable income to stockholders. REITs often create tax advantages and potential growth in appreciation for investors.

### Publicly Traded REITs

Traded REITs are bought and sold just like traditional exchange-traded stocks. While they can provide many of the benefits associated with direct real estate investing, traded REITs are subject to the same sort of market fluctuations as stocks.

### Non-Traded REITs

Non-traded REITs are not publicly traded on a national stock exchange. They offer similar advantages as traded REITs, but non-traded REITs do not offer the liquidity of publicly traded REITs. Regardless, investments in non-traded REITs seem to have historically demonstrated low pricing volatility over time while potentially providing appealing returns.

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## How Much Life Insurance Do You Really Need?

Some people equate life insurance with tragedy and death. In truth, life insurance is for the living. Without it, the sudden demise of a key breadwinner could leave a family stranded without the resources to maintain their lifestyle - or even retain their home.

Not so long ago, professionals recommended that families carry a life insurance policy with a death benefit of between five and seven times their annual household income. Today, however, in light of rising house prices in many parts of the country and spiraling college costs, most advisors now recommend eight to 10 times income.

Unfortunately, most American families are underinsured. According to statistics from industry research and consulting firm LIMRA International, the average American household carries just \$126,000 in life insurance - approximately \$300,000 less than they actually need - and only 61% of adult Americans have life insurance protection, a decline from 70% in 1984.<sup>1</sup>

## A Cornerstone of Sound Financial Planning

Financial professionals generally consider life insurance to be a cornerstone of sound financial planning, for two key reasons. First, it can be a cost-effective way to provide for your loved ones after you are gone. And second, life insurance can be an important tool in the following ways:

1. **Income replacement** - For most people, their most valuable economic asset is their ability to earn a living. If you have dependents, then you need to consider what would happen to them if they could no longer rely on your income. A life insurance policy can also help supplement retirement income, which can be especially useful if the benefits of your surviving spouse or domestic partner will be reduced after your death.
2. **Pay outstanding debts and long-term obligations** - Without life insurance, your loved ones must shoulder burial costs, credit card debts, and medical expenses not covered by health insurance using out-of-pocket funds. The policy's death benefit might also be used to pay off a mortgage, supplement retirement savings, or fund college tuition.
3. **Estate planning** - The proceeds of a life insurance policy can be earmarked to pay estate taxes so that your heirs will not have to liquidate other assets to do so.
4. **Charitable contributions** - If you have a favorite charity, you can designate some or all of the proceeds from your life insurance to go to this organization.

## Determining How Much: A Four-Step Process

Determining how much life insurance coverage you need is a four-step process:

## Step 1: Determine Your Family's Short-Term Needs

Short-term needs are financial obligations and/or expenses arising within six months of death. Examples of short-term needs include expenses you pay now such as:

- Loan balances (automobile loans, etc)
- Outstanding credit balances (credit cards, revolving lines of credit, etc)
- Mortgages (first and second mortgage, home-equity loans, lines of credit)

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Add to these current expenses any death-related expenses that must be paid in the short term:

- Funeral expenses
- Final medical costs
- Estate settlement costs and probate
- Estate taxes due
- Charitable bequests you would like to make upon your death

If you don't already have one, your survivors should be left with a liquid emergency fund sufficient to get them through any unexpected financial needs. Most advisors recommend between three and six months' worth of living expenses.

#### Step 2: Determine Long-Term Needs

In addition to covering your survivors' short term needs, some level of monthly income will be needed to maintain their current standard of living and meet financial goals such as saving for retirement and funding college for children.

The value of these future obligations is discounted back to present value amounts to provide a dollar amount that, if invested, could provide an adequate income stream to fund all of your long-term goals.

#### Step 3: Calculate Your Total Available Resources

By this point, you should have a good idea of your family's total cash needs in the event of your untimely death. With any luck, you have already begun to set money aside to cover some of these costs. Other resources that may be available to your family include pensions, annuities, funds from retirement accounts, employer-provided life insurance, and Social Security.

The Social Security program offers benefits to survivors under age 17, and those whose spouses were receiving retirement income from Social Security can also count on survivorship benefits.

The total value of these future resources is discounted back to present value amounts. This gives us a single dollar amount that we can use to offset your total needs.

#### Step 4: Provide Funds To Cover A Shortfall

In most cases, comparing total needs to total resources will result in a shortfall. That's where life insurance comes in. Without it, your survivors will be left with the choice of either finding or creating additional resources (such as having the surviving spouse return to work) or experience a decline in the quality of their lifestyle.

Life insurance is uniquely suited for covering such a shortfall. It is a means of sharing the financial risk of premature death with many, many others who have similar concerns.

You pay a relatively small premium to an insurance company in exchange for their promise to pay your beneficiaries a specified death benefit in the event of your death. You may find it ironic that a financial need arising from death can be alleviated by a financial resource that is created after death. That's why life insurance, although something no one hopes to ever need, is indeed for the living. It's also a vital issue we can help you investigate in greater detail to ensure your family's financial future will be protected.

1. "Life Insurance Awareness Month," LIMRA International, August 2004

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ABP Wealth Management is a wealth advisory based in Richmond, VA and specializes in stocks, bonds, hedge funds, individual customized portfolios, private equity, and venture capital. The firm has no proprietary products, and this open architecture allows advisors to use "best of breed" asset managers in providing strategies to meet their clients' short and long term goals.

ABWM provides highly customized financial advice, investment solutions and brokerage services to individuals, families and foundations. As ABP's premier service for individuals and families with significant means, we specialize in providing our clients with custom-tailored financial solutions and a level of sophistication and access to expertise and investments typically reserved for large corporations and financial institutions.

### Our Approach

Since our inception, we have been dedicated to serving our clients through a relationship based on intimacy, integrity and mutual trust.

When a new client comes to ABP Wealth Management, our relationship begins with a discovery process - an in-depth dialogue to identify all the factors surrounding and defining the client's wealth. This includes the client's short and long-term goals and concerns, the structure of his or her holdings, and the client's exposure to - and tolerance for - risk.

The client's dedicated team and wealth management specialists then work with the client to construct, implement and monitor an asset allocation strategy that will help the client achieve his or her many objectives.

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**Robert Mather**

**President, CEO and Chairman of Beacon Acquisition Partners Inc**

**Chairman of Allied Beacon Partners Inc**

Robert Mather is President, CEO and Chairman of Beacon Acquisition Partners Inc, ABP's parent company, and Chairman of Allied Beacon Partners Inc. He has served as Chairman and CEO of Waverly Strategic Advisors, a private financial and management consulting firm since 2003. Prior to that position, Mr. Mather served as President and CEO of Apsley Management Group from 2000 to 2003, where he was instrumental in leading the Company through its Qualifying Transaction (QT), transforming the company into Resverlogix Corp.

Mr. Mather has had extensive experience in the financial services business in both Canada and the U.S. Prior to his position with Apsley, Mather served as Managing Director of Equities at TD Securities (USA) Inc.; as Chairman, President and CEO of ScotiaMcLeod (USA) Inc.; and the Managing Director, Global Institutional Equities - Sales, Trading and Research of ScotiaMcLeod Inc. Mather is also an Industry Arbitrator in dispute resolution with the Financial Industry Regulatory Authority (FINRA), created through the consolidation of the NASD and the member regulation, enforcement and arbitration functions of the New York Stock Exchange.

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**James Hintz**

**President, CEO and Director of Allied Beacon Partners Inc**

**Director of Beacon Acquisition Partners Inc**

Mr. Hintz has a proven executive management track record with over 28 years of experience driving sales growth in the financial services industry. His leadership and business expertise directed the merger between Allied Beacon Partners, Inc. and Beacon Acquisition Partners, Inc., its Parent Company.

Prior to joining Allied Beacon Partners, James held various Executive level positions in the financial industry including President and founding member of Precision Retirement Group, Inc., a national governmental employee benefits consulting firm. Jim was also President of North Central Financial Services, Inc., a financial planning and advisory firm founded in 1982.

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**Roger Leibowitz**

**CFO Financial Operations Principal**

Mr. Leibowitz is a financial & operations executive with almost twenty years of leadership roles in accounting, operations and administration. He has proven success integrating and consolidating business assets to improve both function and performance. Roger's experience includes serving as Chief Operating Officer of Waterford Investor Services, Inc., Chief Operating Officer of The Bergman Group, Executive Director of the Richmond Jewish Foundation, Financial Officer/Controller of Compulife Investor Services, Inc. and Audit Manager at Ernst & Young.

Roger is a CPA and he has an MBA from Virginia Commonwealth University and a BS in Accounting from Virginia Tech. He and his family reside in Richmond, Virginia.

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**Christopher C. Pollina**

**Executive Vice President Compliance**

Mr. Pollina has more than 15 years of experience in the Financial Securities Industry. In those years he has also owned and operated his own Broker Dealer.

As Compliance Officer, Mr. Pollina, oversees that the company's efforts to comply with SEC and FINRA mandates and to identify and adopt best practices in the corporate governance arena. Mr. Pollina is also responsible for ensuring that ABP's compliance programs and policies meet the highest legal, regulatory and ethical standards and monitoring the company's adherence to these standards. As Corporate Secretary, he serves as a focal point for communications with the company's Board of Directors and senior management.

Mr. Pollina graduated from Lafayette College with a B.A. in Economics/Business and Psychology and is a Certified Financial Planner Licensee. He holds his Series 6, 7, 24 and 63 licenses and is also a licensed Insurance Producer.

Christopher Pollina: (631) 406-7870  
[cpollina@alliedbeacon.net](mailto:cpollina@alliedbeacon.net)

**Jane Whittemore**

**Executive Vice President, Fixed Income Trading**

Ms. Whittemore is a dedicated Securities Industry Professional with 22 years experience and extensive knowledge in Tax Exempt Bond Trading, general fixed income products, Operations/Sales Support and general securities supervision. Jane Whittemore had a 17 year career trading Municipal bonds for Wachovia Securities (Interstate/Johnson Lane) retail division where she maintained a multimillion dollar inventory of state specific bonds, marketing to a retail sales force of 10,000+. While in this role, she gained valuable experience in formulating highly successful buy/sell strategies and negotiating profitable transactions. Her reputation and demeanor allowed her to forge many strong relationships in the industry ('street') which gives her much depth as a trader. She holds FINRA Series 7, 24, 53 and 63.

Jane Whittemore: (804) 524-7647  
[jwhittemore@alliedbeacon.net](mailto:jwhittemore@alliedbeacon.net)

**Richard Landi**

#### Executive Vice President, Equities Trading

A dedicated Securities Industry Professional with 26 years experience and extensive knowledge in Broker Dealer operations, sales support, general securities supervision, due diligence and compliance. Richard's experience includes not only that of an independent sales rep early in his career, but a long history of running the day to day operations of small broker dealers. He has supervised equity trading desks since 1988 and is well versed in fixed income products. He has also served as the Chairman of the Due Diligence Committee for a number of firms. Richard's licenses include the following: 4, 7, 24, 26, 55 and 63.

Richard Landi: (804) 524-7606  
[rlandi@alliedbeacon.net](mailto:rlandi@alliedbeacon.net)

#### Maria Hintz

##### Executive Vice President, Operations

As Executive Vice President, Operations, Maria focuses on the effective balance of people, process, and technology in delivering indispensable service to our advisors. She develops consensus around the establishment of indispensable service standards, promoting measurable goals throughout the firm's operational areas. Maria received a BS in Business Administration from Pontificia Universidad Javeriana and a Masters in Marketing from Universidad de los Andes in Bogota Colombia. She holds FINRA Series 7 and 63 securities licenses.

Contact Maria Hintz: (888) 720-4872  
[mhintz@alliedbeacon.net](mailto:mhintz@alliedbeacon.net)



American Beacon Partners, Inc.  
Member FINRA, SIPC  
8217 W 20<sup>th</sup> St Ste. B  
Greeley, CO 80634  
Tel: (970) 330-8450  
Fax: (970) 330-8452

June 9, 2010

Paul Cano  
5875 Dolores St  
330 W 9<sup>th</sup> St  
Kansas City, MO 64105

Dear Paul,

Change is good.

In this case, it's great.

I wanted to let you know of a big change going on in my business. As you know, it's always been important to me to serve as the best possible advocate for my clients and I want to be certain that I have the finest resources behind me. To this end, I am moving my business to American Beacon Partners, Inc.

My new location is now at 8217 W 20<sup>th</sup> Suite B Greeley, CO 80634. My hope is that as a Representative of American Beacon Partners, Inc., I will be able to offer you even better service-backed by their unparalleled resources.

I will need to meet with you, when you have a chance.

I'd like to set up an appointment with you so that I can answer any questions you may have, and have you sign the proper paperwork to acknowledge and accept this change. If you have any concerns about this change, or about our relationship, please let me know. I want my clients to be more than merely satisfied; I want them to be raving fans.

Please call my office as soon as you're able, so we can set up a time to meet. You can call (970) 330-8450. I look forward to meeting with you.

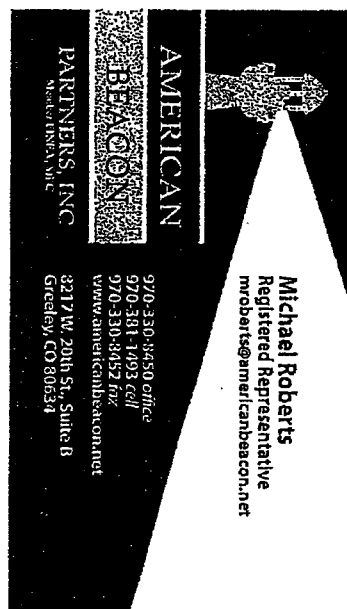
Best regards,

Michael Roberts



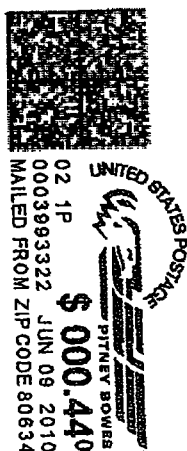
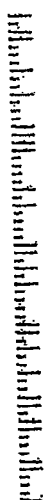
American Beacon Partners, Inc.  
Member FINRA, SIPC  
8217 W. 20<sup>th</sup> St., Suite B  
Greeley, CO 80634

Securities Offered Through: American Beacon Partners, Inc. Member FINRA, SIPC.  
Address: 3603 North Hastings Way, Suite 100, Englewood, CO 80155. Phone 716-652-3741



Paul Cano  
5875 Dolores St  
330 W 9<sup>th</sup> St  
Kansas City, MO 64105

6410531514 0010





JS 44 (TXND Rev. 2/10)

**CIVIL COVER SHEET**

The JS 44 civil cover sheet and the information contained herein neither replace nor supplement the filing and service of pleadings or other papers as required by law, except as provided by local rules of court. This form, approved by the Judicial Conference of the United States in September 1974, is required for the use of the Clerk of Court for the purpose of initiating the civil docket sheet. (SEE INSTRUCTIONS ON THE REVERSE OF THE FORM.)

**I. (a) PLAINTIFFS**

American Beacon Advisors, Inc.

(b) County of Residence of First Listed Plaintiff Tarrant County, Texas  
(EXCEPT IN U.S. PLAINTIFF CASES)

**DEFENDANTS**

Robert P. Mather, American Beacon Partners, Inc., American Beacon Wealth Management, Inc., Advanced Mail, Inc., Allied Beacon Partners, Inc. and Allied Beacon Wealth Management, LLC  
County of Residence of First Listed Defendant Bergen Cty, New Jersey

(IN U.S. PLAINTIFF CASES ONLY)

NOTE: IN LAND CONDEMNATION CASES, USE THE LOCATION OF THE LAND INVOLVED.

Attorneys (If Known)

(c) Attorney's (Firm Name, Address, and Telephone Number)  
Winstead PC -- Lekha Gopalakrishnan

1201 Elm Street, 5400 Renaissance Tower, Dallas, Texas 75270  
(214) 745-5400

**II. BASIS OF JURISDICTION** (Place an "X" in One Box Only)

- ☐ 1 U.S. Government Plaintiff  
☐ 2 U.S. Government Defendant  
☒ 3 Federal Question (U.S. Government Not a Party)  
☐ 4 Diversity (Indicate Citizenship of Parties in Item III)

**III. CITIZENSHIP OF PRINCIPAL PARTIES** (Place an "X" in One Box for Plaintiff and One Box for Defendant)

- (For Diversity Cases Only)
- |   |                                |                                |   |                                |                                |
|---|--------------------------------|--------------------------------|---|--------------------------------|--------------------------------|
| Citizen of This State                   | PTF <input type="checkbox"/> 1 | DEF <input type="checkbox"/> 1 | Incorporated or Principal Place of Business In This State     | PTF <input type="checkbox"/> 4 | DEF <input type="checkbox"/> 4 |
| Citizen of Another State                | <input type="checkbox"/> 2     | <input type="checkbox"/> 2     | Incorporated and Principal Place of Business In Another State | <input type="checkbox"/> 5     | <input type="checkbox"/> 5     |
| Citizen or Subject of a Foreign Country | <input type="checkbox"/> 3     | <input type="checkbox"/> 3     | Foreign Nation  | <input type="checkbox"/> 6     | <input type="checkbox"/> 6     |

**IV. NATURE OF SUIT** (Place an "X" in One Box Only)

CONTRACT	TORTS	FORFEITURE/PENALTY	BANKRUPTCY	OTHER STATUTES	
<input type="checkbox"/> 110 Insurance <input type="checkbox"/> 120 Marine <input type="checkbox"/> 130 Miller Act <input type="checkbox"/> 140 Negotiable Instrument <input type="checkbox"/> 150 Recovery of Overpayment & Enforcement of Judgment <input type="checkbox"/> 151 Medicare Act <input type="checkbox"/> 152 Recovery of Defaulted Student Loans (Excl. Veterans) <input type="checkbox"/> 153 Recovery of Overpayment of Veteran's Benefits <input type="checkbox"/> 160 Stockholders' Suits <input type="checkbox"/> 190 Other Contract <input type="checkbox"/> 195 Contract Product Liability <input type="checkbox"/> 196 Franchise	<b>PERSONAL INJURY</b> <input type="checkbox"/> 310 Airplane <input type="checkbox"/> 315 Airplane Product Liability <input type="checkbox"/> 320 Assault, Libel & Slander <input type="checkbox"/> 330 Federal Employers' Liability <input type="checkbox"/> 340 Marine <input type="checkbox"/> 345 Marine Product Liability <input type="checkbox"/> 350 Motor Vehicle <input type="checkbox"/> 355 Motor Vehicle Product Liability <input type="checkbox"/> 360 Other Personal Injury	<b>PERSONAL INJURY</b> <input type="checkbox"/> 362 Personal Injury - Med. Malpractice <input type="checkbox"/> 365 Personal Injury - Product Liability <input type="checkbox"/> 368 Asbestos Personal Injury Product Liability <b>PERSONAL PROPERTY</b> <input type="checkbox"/> 370 Other Fraud <input type="checkbox"/> 371 Truth in Lending <input type="checkbox"/> 380 Other Personal Property Damage <input type="checkbox"/> 385 Property Damage Product Liability	<input type="checkbox"/> 610 Agriculture <input type="checkbox"/> 620 Other Food & Drug <input type="checkbox"/> 625 Drug Related Seizure of Property 21 USC 881 <input type="checkbox"/> 630 Liquor Laws <input type="checkbox"/> 640 R.R. & Truck <input type="checkbox"/> 650 Airline Regs. <input type="checkbox"/> 660 Occupational Safety/Health <input type="checkbox"/> 690 Other <b>LABOR</b> <input type="checkbox"/> 710 Fair Labor Standards Act <input type="checkbox"/> 720 Labor/Mgmt. Relations <input type="checkbox"/> 730 Labor/Mgmt. Reporting & Disclosure Act <input type="checkbox"/> 740 Railway Labor Act <input type="checkbox"/> 790 Other Labor Litigation <input type="checkbox"/> 791 Empl. Ret. Inc. Security Act <b>IMMIGRATION</b> <input type="checkbox"/> 462 Naturalization Application <input type="checkbox"/> 463 Habeas Corpus - Alien Detainee <input type="checkbox"/> 465 Other Immigration Actions	<input type="checkbox"/> 422 Appeal 28 USC 158 <input type="checkbox"/> 423 Withdrawal 28 USC 157 <b>PROPERTY RIGHTS</b> <input type="checkbox"/> 820 Copyrights <input type="checkbox"/> 830 Patent <input checked="" type="checkbox"/> 840 Trademark <b>SOCIAL SECURITY</b> <input type="checkbox"/> 861 HIA (1395ff) <input type="checkbox"/> 862 Black Lung (923) <input type="checkbox"/> 863 DIWC/DIWW (405(g)) <input type="checkbox"/> 864 SSID Title XVI <input type="checkbox"/> 865 RSI (405(g)) <b>FEDERAL TAX SUITS</b> <input type="checkbox"/> 870 Taxes (U.S. Plaintiff or Defendant) <input type="checkbox"/> 871 IRS—Third Party 26 USC 7609	<input type="checkbox"/> 400 State Reapportionment <input type="checkbox"/> 410 Antitrust <input type="checkbox"/> 430 Banks and Banking <input type="checkbox"/> 450 Commerce <input type="checkbox"/> 460 Deportation <input type="checkbox"/> 470 Racketeer Influenced and Corrupt Organizations <input type="checkbox"/> 480 Consumer Credit <input type="checkbox"/> 490 Cable/Sat TV <input type="checkbox"/> 810 Selective Service <input type="checkbox"/> 850 Securities/Commodities/Exchange <input type="checkbox"/> 875 Customer Challenge 12 USC 3410 <input type="checkbox"/> 890 Other Statutory Actions <input type="checkbox"/> 891 Agricultural Acts <input type="checkbox"/> 892 Economic Stabilization Act <input type="checkbox"/> 893 Environmental Matters <input type="checkbox"/> 894 Energy Allocation Act <input type="checkbox"/> 895 Freedom of Information Act <input type="checkbox"/> 900 Appeal of Fee Determination Under Equal Access to Justice <input type="checkbox"/> 950 Constitutionality of State Statutes
<b>REAL PROPERTY</b> <input type="checkbox"/> 210 Land Condemnation <input type="checkbox"/> 220 Foreclosure <input type="checkbox"/> 230 Rent Lease & Ejectment <input type="checkbox"/> 240 Torts to Land <input type="checkbox"/> 245 Tort Product Liability <input type="checkbox"/> 290 All Other Real Property	<b>CIVIL RIGHTS</b> <input type="checkbox"/> 441 Voting <input type="checkbox"/> 442 Employment <input type="checkbox"/> 443 Housing/Accommodations <input type="checkbox"/> 444 Welfare <input type="checkbox"/> 445 Amer. w/Disabilities - Employment <input type="checkbox"/> 446 Amer. w/Disabilities - Other <input type="checkbox"/> 440 Other Civil Rights	<b>PRISONER PETITIONS</b> <input type="checkbox"/> 510 Motions to Vacate Sentence <b>Habeas Corpus:</b> <input type="checkbox"/> 530 General <input type="checkbox"/> 535 Death Penalty <input type="checkbox"/> 540 Mandamus & Other <input type="checkbox"/> 550 Civil Rights <input type="checkbox"/> 555 Prison Condition			

**V. ORIGIN**

(Place an "X" in One Box Only)

- ☒ 1 Original Proceeding  
☐ 2 Removed from State Court  
☐ 3 Remanded from Appellate Court  
☐ 4 Reinstated or Reopened  
☐ 5 Transferred from another district (specify)  
☐ 6 Multidistrict Litigation  
☐ 7 Appeal to District Judge from Magistrate Judgment

**VI. CAUSE OF ACTION**

Cite the U.S. Civil Statute under which you are filing (Do not cite jurisdictional statutes unless diversity):

Brief description of cause:

Trademark Infringement**VII. REQUESTED IN COMPLAINT:**

☐ CHECK IF THIS IS A CLASS ACTION UNDER F.R.C.P. 23

**DEMAND \$**

CHECK YES only if demanded in complaint:

**JURY DEMAND:** ☒ Yes ☐ No**VIII. RELATED CASE(S) (See instructions) PENDING OR CLOSED:**

JUDGE \_\_\_\_\_

DOCKET NUMBER \_\_\_\_\_

DATE JUNE 30, 2011

SIGNATURE OF ATTORNEY OF RECORD

Lekha Gopalakrishnan

FOR OFFICE USE ONLY

RECEIPT # FW014627 AMOUNT \$350.00

APPLYING IFP \_\_\_\_\_

JUDGE \_\_\_\_\_

MAG. JUDGE \_\_\_\_\_